

ALSTON & BIRD LLP
Martin G. Bunin, Esq.
Craig E. Freeman, Esq.
William Hao, Esq.
90 Park Avenue
New York, N.Y. 10016
Telephone: (212) 210-9400
Facsimile: (212) 210-9444

and

John C. Weitnauer, Esq.
William S. Sugden, Esq.
1201 West Peachtree Street
Atlanta, Georgia 30309
Telephone: (404) 881-7000
Fax: (404) 881-7777

*Counsel for Bank of America, National Association
successor by merger with LaSalle Bank National Association,
as Trustee under the Verde CDO Indenture*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----	X
In re:	: Chapter 11
	: :
LEHMAN BROTHERS HOLDINGS, INC.,	: Case No. 08-13555 (JMP)
et al.	: :
	: (Jointly Administered)
Debtor.	: :
-----	X

**CONDITIONAL WITHDRAWAL OF LIMITED OBJECTION OF BANK OF
AMERICA, NATIONAL ASSOCIATION, SUCCESSOR BY MERGER WITH
LASALLE BANK NATIONAL ASSOCIATION, SOLELY IN ITS CAPACITY AS
TRUSTEE UNDER THAT CERTAIN INDENTURE DATED AS OF NOVEMBER 29,
2005 AMONG VERDE CDO LTD., AS ISSUER, VERDE CDO, LLC, AS CO-ISSUER
AND LASALLE BANK NATIONAL ASSOCIATION, AS TRUSTEE, TO THE
DEBTORS' MOTION FOR AN ORDER PURSUANT TO SECTIONS 105 AND 365
OF THE BANKRUPTCY CODE TO ESTABLISH PROCEDURES FOR THE
SETTLEMENT OR ASSUMPTION AND ASSIGNMENT OF PREPETITION
DERIVATIVE CONTRACTS AND LIMITED OBJECTION TO DEBTORS'
MOTION FOR AN ORDER APPROVING CONSENSUAL ASSUMPTION AND
ASSIGNMENT OF DERIVATIVE CONTRACTS**

TO THE HONORABLE JAMES M. PECK
UNITED STATES BANKRUPTCY JUDGE:

Bank of America, National Association, successor by merger with LaSalle Bank National Association, solely in its capacity as Trustee under that certain Indenture dated as of November 29, 2005 among Verde CDO Ltd., as Issuer, Verde CDO, LLC, as Co-Issuer and LaSalle Bank National Association, as Trustee (“BofA-Verde Trustee”), hereby (i) conditionally withdraws its limited objection (Docket No. 1898) to the above-captioned debtors’ “Motion for an Order Pursuant to Sections 105 and 365 of the Bankruptcy Code Establishing Procedures for the Settlement or Assumption and Assignment of Prepetition Derivatives Contracts” (Docket No. 1498) (the “Derivatives Procedures Motion”) and (ii) files this limited objection to Debtors’ Motion for an Order Approving Consensual Assumption and Assignment of Derivative Contracts (the “Consensual Motion”).

In response to the objections filed in response to the Derivatives Procedures Motion and the proposed order attached thereto, the Debtors’ proposed, and the Court entered, a revised “Order Pursuant to Sections 105 and 365 of the Bankruptcy Code to Establish Procedures for the Settlement or Assumption and Assignment of Prepetition Contracts” dated December 16, 2008 (Docket 2257) (the “December Order”). Having considered the December Order, BofA-Verde Trustee is willing to withdraw its objection provided that a supplemental order is entered that provides that BofA-Verde Trustee, (i) will be subject to the December Order and (ii) will not be subject to the proposed order attached to the Consensual Motion.

BofA-Verde Trustee objects to the relief sought by the Consensual Motion to the extent that it seeks authority to assign a derivatives contract other than with the express written consent of the counterparty. See the proposed order to the Consensual Motion, at page 3, in the first full decretal paragraph, at clause (a). In addition, whether or not the debtor is “entitled” to assume

and assign a derivatives contract in accordance with its terms may be the subject of considerable dispute. Accordingly, any attempt by the debtor to assume and assign a derivative contract - even if the Debtor claims that such assumption and assignment is “in accordance with” the terms of that contract - can only proceed as permitted by B.R. 6006(a) or, in the case of any party that is subject to the December Order, the December Order. Accordingly, BofA-Verde Trustee requests that this Court deny the Consensual Motion.

Respectfully submitted, this 23rd day of January, 2009.

ALSTON & BIRD LLP

/s/ Martin G. Bunin

Martin G. Bunin, Esq.

Craig E. Freeman, Esq.

William Hao, Esq.

90 Park Avenue

New York, N.Y. 10016

Telephone: (212) 210-9400

Facsimile: (212) 210-9444

and

John C. Weitnauer, Esq.

William S. Sugden, Esq.

1201 West Peachtree Street

Atlanta, Georgia 30309

Telephone: (404) 881-7000

Fax: (404) 881-7777

*Counsel for Bank of America, National Association
successor by merger with LaSalle Bank National
Association, as Trustee under the Verde CDO
Indenture*

ALSTON & BIRD LLP
Martin G. Bunin, Esq.
Craig E. Freeman, Esq.
William Hao, Esq.
90 Park Avenue
New York, N.Y. 10016
Telephone: (212) 210-9400
Facsimile: (212) 210-9444

and

John C. Weitnauer, Esq.
William S. Sugden, Esq.
1201 West Peachtree Street
Atlanta, Georgia 30309
Telephone: (404) 881-7000
Fax: (404) 881-7777

*Counsel for Bank of America, National Association
successor by merger with LaSalle Bank National Association,
as Trustee under the Ceago ABS CDO 2007-1 Indenture*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re:	: Chapter 11
	:
LEHMAN BROTHERS HOLDINGS, INC.,	: Case No. 08-13555 (JMP)
<i>et al.</i>	:
	: (Jointly Administered)
Debtor.	:
-----X	:

AFFIDAVIT OF SERVICE

STATE OF GEORGIA

COUNTY OF FULTON

JOHN C. WEITNAUER, having personally appeared before the undersigned officer, duly authorized to administer oaths in the State of Georgia, and having been duly sworn, deposes and states as follows:

1. I am not a party to this action, am over 18 years of age, and am employed by Alston & Bird LLP, 1201 West Peachtree Street, Atlanta, Georgia 30309-3424.

2. On the 23rd day of January 2009, I caused true and correct copies of the **Conditional Withdrawal of Limited Objection of Bank of America, National Association, Successor by Merger with LaSalle Bank National Association, Solely in Its Capacity as Trustee Under that Certain Indenture Dated as of November 29, 2005 Among Verde CDO Ltd., as Issuer, Verde CDO, LLC, as Co-Issuer and LaSalle Bank National Association, as Trustee, to the Debtors' Motion for an Order Pursuant to Sections 105 and 365 of the Bankruptcy Code to Establish Procedures for the Settlement or Assumption and Assignment of Prepetition Derivative Contracts and Limited Objection to Debtors' Motion for an Order Approving Consensual Assumption and Assignment of Derivative Contracts** to be delivered into the custody of the United States Postal Service, first-class, postage prepaid, to those parties listed on the service list attached hereto as Exhibit A.

FURTHER AFFIANT SAYETH NOT.

/s/ John C. Weitnauer
JOHN C. WEITNAUER

Sworn to and subscribed before me
this 23rd day of January 2009.

/s/ Tedra Ellison
NOTARY PUBLIC

Commission Expires:

July 19, 2012

EXHIBIT A

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK
ATTN: THE HONORABLE JAMES M. PECK
ONE BOWLING GREEN, COURTROOM 601
NEW YORK, NY 10004

OFFICE OF THE US TRUSTEE
ANDREW D VELEZ-RIVERA, PAUL SCHWARTZBERG
BRIAN MASUMOTO, LINDA RIFKIN, TRACY HOPE DAVIS
33 WHITEHALL STREET, 21ST FLOOR
NEW YORK, NY 10004
FAX: 212-668-2255

MILBANK, TWEED, HADLEY & MCCLOY LLP
DENNIS DUNNE, WILBUR FOSTER, JR
DENNIS O'DONNELL, ESQ., EVAN FLECK, ESQ.
1 CHASE MANHATTAN PLAZA
NEW YORK, NY 10005
FAX: 212-530-5219
EMAIL: ddunne@milbank.com; wfooster@milbank.com;
dodonnell@milbank.com; efleck@milbank.com

ASSISTANT UNITED STATES ATTORNEY, SDNY
ATTN: ROBERT YALEN, ESQ.
86 CHAMBERS STREET, 3RD FLOOR
NEW YORK, NY 10007
FAX: 212-637-2717, 212-637-2686
EMAIL: Robert.yalen@usdoj.gov

COMMODITY FUTURES TRADING COMMISSION
ROBERT B WASSERMAN
THREE LAFAYETTE CENTRE
1155 21ST ST, NW
WASHINGTON, DC 20581
FAX: 202-418-5547
EMAIL: rwasserman@cftc.gov

WEIL GOTSHAL & MANGES LLP
ATTN: RICHARD P. KRASNOW, LORI R. FIFE
SHAI Y. WAISMAN, JACQUELINE MARCUS
(COUNSEL TO THE DEBTORS)
767 FIFTH AVENUE
NEW YORK, NY 10153
EMAIL: richard.krasnow@weil.com; lori.fife@weil.com;
shai.waisman@weil.com; jacqueline.marcus@weil.com

HUGHES HUBBARD & REED LLP
ATTN: JAMES W. GIDDENS
JAMES B. KOBAK, JR., CHRISTOPHER K. KIPLOK
ONE BATTERY PARK PLAZA
NEW YORK, NY 10004-1482
FAX: 212-422-4726
EMAIL: giddens@hugheshubbard.com;
kiplok@hugheshubbard.com; kobak@hugheshubbard.com;
margolin@hugheshubbard.com

MILBANK, TWEED, HADLEY & MCCLOY, LLP
ATTN: PAUL ARONZO & GREGORY BRAY
601 SOUTH FIGUEROA STREET, 30TH FL
LOS ANGELES, CA 90017
FAX: 213-629-5063
EMAIL: paronzon@milbank.com; gbray@milbank.com

COMMODITY FUTURES TRADING COMMISSION
TERRY S ARBIT
THREE LAFAYETTE CENTRE
1155 21ST ST, NW
WASHINGTON, DC 20581
FAX: 202-418-5524
EMAIL: tarbit@cftc.gov

INTERNAL REVENUE SERVICE
SPECIAL PROCEDURES BRANCH
ATTN: DISTRICT DIRECTOR
290 BROADWAY
NEW YORK, NY 10007
FAX: 212-436-1931

OFFICE OF THE ATTORNEY GENERAL OF
THE STATE OF NY
NEW YORK OFFICE
120 BROADWAY
NEW YORK, NY 10271-0332
FAX: 212-416-6042

OFFICE OF THE UNITED STATES ATTORNEY
ATTN: DANNA DRORI
ONE ST. ANDREWS PLAZA
NEW YORK, NY 10007
EMAIL: danna.drori@usdoj.gov

SECURITIES AND EXCHANGE COMMISSION
ATTN: BONNIE L. GAUCH
DIVISION OF MARKET REGULATION
450 5TH STREET, NW
WASHINGTON, DC 20549-1001
EMAIL: gauchb@sec.gov

SECURITIES INVESTOR PROTECTION CORPORATION
805 15TH STREET, N.W.
SUITE 800
WASHINGTON, DC 20005-2215
FAX: 202-371-6728
EMAIL: sharbeck@sipc.org, jwang@sipc.org

US SECURITIES AND EXCHANGE COMMISSION
MARK SCHONFELD, REGIONAL DIRECTOR
FAX: 212-336-1322
EMAIL: newyork@sec.gov

US SECURITIES AND EXCHANGE COMMISSION
ALISTAIR BAMBACK
FAX: 212-336-1348
EMAIL: bambacha@sec.gov

US SECURITIES AND EXCHANGE COMMISSION
NEAL JACOBSON
FAX: 212-336-1348
EMAIL: jacobsonn@sec.gov

US SECURITIES AND EXCHANGE COMMISSION
ALEXANDER F COHEN
FAX: 202-772-9200
EMAIL: cohena@sec.gov

CLEARY GOTTlieb LLP
JAMES BROMLEY
ONE LIBERTY PLAZA
NEW YORK, NY 10006
FAX: 212-225-3999
EMAIL: jbromley@cgsh.com

CLEARY GOTTlieb STEEN & HAMILTON LLP
LISA SCHWEITZER/LINDSEE GRANFIELD
ONE LIBERTY PLAZA
NEW YORK, NY 10006
FAX: 212-225-3999
EMAIL: lschweitzer@cgsh.com; lgranfield@cgsh.com

ADORNO & YOSS LLP
ATTN: CHARLES M. TATELBAUM, ESQ.
(COUNSEL TO GMAC LLC, GMAC RESIDENTIAL CAPITAL,
GMAC-IM AND RESIDENTIAL FUNDING COMPANY LLC)
350 E. LAS OLAS BLVD, SUITE 1700
FORT LAUDERDALE, FL 33301
FAX: 866-821-4198
EMAIL: ctatelbaum@adorno.com

ADORNO & YOSS LLP
ATTN: STEVEN D. GINSBURG, ESQ.
(COUNSEL TO GMAC LLC, GMAC RESIDENTIAL CAPITAL,
GMAC-IM AND RESIDENTIAL FUNDING COMPANY LLC)
2525 PONCE DE LAON BLVD., SUITE 400
MIAMI, FL 33134
FAX: 305-356-4791
EMAIL: adg@adorno.com

AKIN GUMP STRAUSS HAUER & FELD LLP
1 BRYANT PARK
ONE BRYANT PARK
NEW YORK, NY 100366715
FAX: 212-872-1002
EMAIL: mstamer@akingump.com; pdublin@akingump.com;
mlahaie@akingump.com

ALLEN & OVERY LLP
ATTN: LISA KRAIDIN
(COUNSEL TO BANK OF CHINA)
1221 AVENUE OF THE AMERICAS
NEW YORK, NY 10020
FAX: 212-610-6399
EMAIL: lisa.kraidin@allenoverly.com

ALLEN & OVERY LLP
ATTN: KEN COLEMAN
(COUNSEL TO FIRST COMMERCIAL BANK., LTD NY
AGENCY
AND BANK OF TAIWAN)
1221 AVENUE OF THE AMERICAS
NEW YORK, NY 10020
FAX: 212-610-6399
EMAIL: Ken.Coleman@allenoverly.com

ALLEN & OVERY LLP
ATTN: DANIEL GUYDER
(COUNSEL TO AOZORA BANK, LTD.)
1221 AVENUE OF THE AMERICAS
NEW YORK, NY 10020
FAX: 212-610-6399
EMAIL: daniel.guyder@allenoverly.com

ALLEN MATKINS LECK GAMBLE & MALLORY LLP
ATTN: MICHAEL S. GREGER AND JAMES A. TIMKO
(COUNSEL TO CONSTELLATION PL, ADV PORTFOLIO
TECH,
SUN GUARD, ET AL., INF SRVS, WALL ST CONCEPTS)
1900 MAIN STREET, 5TH FLOOR
IRVINE, CA 92614-7321
FAX: 949-553-8354
EMAIL: mgreger@allenmatkins.com; jtimko@allenmatkins.com

AOZORA BANK, LTD.
ATTN: SUSAN MINEHAN, SENIOR COUNSEL
1-3-1 KUDAN MINAMI
CHIYODA-KU
TOKYO, 102-8660
FAX: 81-3-3263-9872
EMAIL: s.minehan@aozorabank.co.jp

AOZORA BANK, LTD.
ATTN: KOJI NOMURA, JOINT GENERAL MANAGER
FINANCIAL INSTITUTIONS DIVISION
1-3-1 KUDAN MINAMI
CHIYODA-KU
TOKYO, 102-8660
EMAIL: k4.nomura@aozorabank.co.jp

ARENT FOX LLP
ATTN: ROBERT M HIRSH AND GEORGE P ANGELICH
(COUNSEL TO THE VANGUARD GROUP, INC.)
1675 BROADWAY
NEW YORK, NY 10019
FAX: 212-484-3990
EMAIL: hirsh.robert@arentfox.com;
angelich.george@arentfox.com

ARENT FOX LLP
ATTN: CHRISTOPHER J. GIAIMO, ESQ.
(COUNSEL TO GEORGETOWN UNIVERSITY)
1050 CONNECTICUT AVENUE, NW
WASHINGTON, DC 20036
FAX: 202-857-6395
EMAIL: giaimo.christopher@arentfox.com

ARENT FOX LLP
ATTN: HUNTER T. CARTER, ESQ.
(COUNSEL TO GEORGETOWN UNIVERSITY)
1675 BROADWAY
NEW YORK, NY 10019
FAX: 212-484-3990
EMAIL: carter.hunter@arentfox.com

ARMSTRONG TEASDALE LLP
ATTN: STEVEN COUSINS & SUSAN EHLERS
(COUNSEL TO AMEREN ET AL.)
ONE METROPOLITAN SQUARE, SUITE 2600
SAINT LOUIS, MO 63102-2720
FAX: 314-621-5065
EMAIL:
scousins@armstrongteasdale.com;sehlers@armstrongteasdale.com

ARNALL GOLDEN GREGORY LLP
ATTN: DARRYL S. LADDIN AND FRANK N. WHITE
171 17TH STREET NW, SUITE 2100
ATLANTA, GA 30363-1031
FAX: 404-873-8121
EMAIL: dladdin@agg.com, frank.white@agg.com

AT&T SERVICES INC.
LAW GROUP COUNSEL
ATTN: JAMES W. GRUDUS
ONE AT&T WAY, ROOM 3A218
BEDMINSTER, NJ 07921
EMAIL: jg5786@att.com

ATTORNEY GENERAL OF THE STATE OF NEW YORK
ATTN: NEAL S. MANN, ASSISTANT ATTORNEY GENERAL
120 BROADWAY, 24TH FLOOR
NEW YORK, NY 10271
EMAIL: neal.mann@oag.state.ny.us

BANKRUPTCY CREDITORS' SERVICE, INC.
ATTN: PETER A. CHAPMAN
572 FERNWOOD LANE
FAIRLESS HILLS, PA 19030
FAX: 215-945-7001
EMAIL: peter@bankrupt.com

BARTLETT HACKETT FEINBERG P.C.
ATTN: FRANK F. MCGINN (MASS. BBO# 564729)
155 FEDERAL STREET, 9TH FLOOR
BOSTON, MA 02110
FAX: 617-422-0383
EMAIL: ffm@bostonbusinesslaw.com

BERMAN DEVALERIO PEASE TABACCO BURT & PUCILLO
ATTN: MICHAEL J. PUCILLO, WENDY H. ZOBERMAN AND
ANNE F. O'BERRY
(COUNSEL TO STATE BOARD OF ADMINISTRATION OF
FL.)
222 LAKEVIEW AVENUE, ESPERANTE BLDG., SUITE 900
WEST PALM BEACH, FL 33401
FAX: 561-835-0322
EMAIL: mpucillo@bermanesq.com;
wzoberman@bermanesq.com; aoberry@bermanesq.com

BERNSTEIN LITOWITZ BERGER & GROSSMAN LLP
ATTN: JOHN P. "SEAN" COFFEY, ESQ.
(COUNSEL TO ALAMEDA CNTY, GOVT OF GUAM,
N.IRELAND
GOVT COMM, EDINBURGH COUNCIL & OPER. ENG. LCL
13)
1285 AVENUE OF THE AMERICAS
NEW YORK, NY 10019
FAX: 212-554-1444
EMAIL: sean@blbglaw.com

BERNSTEIN LITOWITZ BERGER & GROSSMAN LLP
ATTN: DAVID R. STICKNEY, ESQ.
(COUNSEL TO ALAMEDA CNTY, GOVT OF GUAM,
N.IRELAND
GOVT COMM, EDINBURGH COUNCIL & OPER. ENG. LCL
13)
12481 HIGH BLUFF DRIVE, SUITE 300
SAN DIEGO, CA 92130
FAX: 858-793-0323
EMAIL: davids@blbglaw.com

BINGHAM MCCUTCHEN LLP
ATTN: JEFFREY S. SABIN, RONALD J. SILVERMAN AND
STEVEN WILAMOWSKY
(COUNSEL TO HARBINGER, HARBERT & UBS FIN SER ET
AL)
399 PARK AVENUE
NEW YORK, NY 10022-4689
FAX: 212-752-5378
EMAIL: jeffrey.sabin@bingham.com;
ronald.silverman@bingham.com;
steven.wilamowsky@bingham.com

BINGHAM MCCUTCHEN LLP
ATTN: JEFFREY S. SABIN, ROBERT M. DOMBROFF AND
STEVEN WILAMOWSKY
399 PARK AVENUE
NEW YORK, NY 10022-4689
FAX: 212-752-5378
EMAIL: jeffrey.sabin@bingham.com,
robert.dombroff@bingham.com,
steven.wilamowsky@bingham.com

BINGHAM MCCUTCHEN LLP
ATTN: JEFFREY S. SABIN, RONALD J. SILVERMAN AND
JOSHUA DORCHAK
(COUNSEL TO CURRENEX, STATE ST BANK & UBS SEC'S)
399 PARK AVENUE
NEW YORK, NY 10022-4689
FAX: 212-752-5378
EMAIL: jeffrey.sabin@bingham.com;
ronald.silverman@bingham.com; joshua.dorchak@bingham.com

BLANK ROME LLP
ATTN EDWARD J LOBELLO ESQ, AS COUNSEL FOR
THOMSON REUTERS PLC & THOMSON REUTERS CORP
THE CHRYSLER BUILDING, 405 LEXINGTON AVE
NEW YORK, NY 10174
FAX: 212-332-3728
EMAIL: elobello@blankrome.com

BIEGING SHAPIRO & BURNS LLP
ATTN: DUNCAN E. BARBER AND STEVEN T. MULLIGAN
(COUNSEL TO PAYREEL, INC.)
4582 SOUTH ULSTER STREET PARKWAY
SUITE 1650
DENVER, CO 80237
FAX: 720-488-7711
EMAIL: dbarber@bsblawyers.com

BINGHAM MCCUTCHEN LLP
ATTN: P. SABIN WILLETT
(COUNSEL TO HARBINGER CAP, HARBERT, UBS FIN, UBS
INTL, UBS FIN SRVS OF PR, DEUSTCHE BANK, HALBIS)
ONE FEDERAL PLAZA
BOSTON, MA 02110-1726
FAX: 617-951-8736
EMAIL: sabin.willett@bingham.com

BINGHAM MCCUTCHEN LLP
ATTN: MARK W. DEVENO
(COUNSEL TO METROPOLITAN LIFE INSURANCE
COMPANY)
ONE STATE STREET
HARTFORD, CT 06103
FAX: 860-240-2800
EMAIL: mark.deveno@bingham.com

BINGHAM MCCUTCHEN LLP
ATTN: JEFFREY SABIN, RONALD SILVERMAN, STEVEN
WILAMOWSKY AND CAROL WEINER LEVY
(COUNSEL TO HALBIS DISTRESSED OPP MASTER FUND
LTD)
399 PARK AVENUE
NEW YORK, NY 10022-4689
FAX: 212-752-5378
EMAIL: jeffrey.sabin@bingham.com;
ronald.silverman@bingham.com;
steven.wilamowsky@bingham.com;
carol.weinerlevy@bingham.com

BOULT, CUMMINGS, CONNERS & BERRY, PLC
ATTN: AUSTIN L. MCMULLEN, ROGER G. JONES
(COUNSEL TO FRANKLIN AMERICAN MORTGAGE
COMPANY)
1600 DIVISION STREET, SUITE 700
P.O. BOX 340025
NASHVILLE, TN 37203
FAX: 615-252-6307
EMAIL: AMcMullen@BoultCummings.com,
RJones@BoultCummings.com

BRACEWELL & GIULIANI LLP
ATTN: KURT A. MAYR
(COUNSEL TO MR. ALAIN BACHELOT, THE PROVISIONAL
FRENCH ADMINISTRATOR OF BANQUE LEHMAN
BROTHERS SA)
225 ASYLUM STREET, SUITE 2600
HARTFORD, CT 06103
FAX: 860-246-3201
EMAIL: kurt.mayr@bglp.com

BRESLOW & WALKER, LLP
ATTN: ROY H. CARLIN, PC
(COUNSEL TO PT. BANK NEGARA INDONESIA
(PERSARO))
767 THIRD AVENUE
NEW YORK, NY 10017
FAX: 212-888-4955
EMAIL: rcarlin@breslowwalker.com

BROOKFIELD PROPERTIES ONE WFC CO. LLC
ATTN: MONICA LAWLESS
(COUNSEL TO BROOKFIELD PROPERTIES ONE WFC CO.
LLC)
THREE WORLD FINANCIAL CENTER
200 VESEY STREET
NEW YORK, NY 10281-1021
FAX: 212-417-7195
EMAIL: monica.lawless@brookfieldproperties.com

BROWN & CONNERY, LLP
ATTN: DONALD K. LUDMAN, ESQ.
(COUNSEL TO BUSINESS OBJECTS AMERICAS)
6 NORTH BROAD STREET, SUITE 100
WOODBURY, NJ 08096
FAX: 856-853-9933
EMAIL: dludman@brownconnery.com

BROWN & CONNERY, LLP
ATTN: DONALD K. LUDMAN, ESQ.
(COUNSEL TO FRICTIONLESS COMMERCE, INC.)
6 NORTH BROAD STREET, SUITE 100
WOODBURY, NJ 08096
FAX: 856-853-9933
EMAIL: dludman@brownconnery.com

BUCHALTER NEMER, A PROFESSIONAL CORPORATION
ATTN: SHAWN M. CHRISTIANSON, ESQ.
(COUNSEL TO ORACLE CREDIT CORPORATION)
333 MARKET STREET, 25TH FLOOR
SAN FRANCISCO, CA 94105-2126
FAX: 415-227-0770
EMAIL: schristianson@buchalter.com

BUCHANAN INGERSOLL & ROONEY PC
ATTN: CHRISTOPHER P. SCHUELLER, ESQ.
(COUNSEL TO GREENBRIAR MINERALS, LLC)
620 EIGHTH AVENUE, 23RD FLOOR
NEW YORK, NY 10018
FAX: 212-440-4401
EMAIL: christopher.schueller@bipc.com

BUCHANAN INGERSOLL & ROONEY PC
ATTN: TIMOTHY P. PALMER, ESQ.
(COUNSEL TO GREENBRIAR MINERALS, LLC)
ONE OXFORD CENTRE
301 GRANT STREET, 20TH FLOOR
PITTSBURGH, PA 15219-1410
FAX: 412-562-1041
EMAIL: timothy.palmer@bipc.com

BUTZEL LONG, A PROFESSIONAL CORPORATION
ATTN: ERIC B. FISHER AND ROBERT SIDORSKY
(COUNSEL TO CAIXA GERAL DE DEPOSITOS, S.A.)
380 MADISON AVENUE
22ND FLOOR
NEW YORK, NY 10017
FAX: 212-818-0494
EMAIL: fishere@butzel.com, sidorsky@butzel.com

CADWALADER, WICKERSHAM & TAFT LLP
ATTN: DERYCK PALMER, ESQ, JOHN RAPISARDI, ESQ,
GEORGE DAVIS, ESQ, AND GARY TICOLL, ESQ.
ONE WORLD FINANCIAL CENTER
NEW YORK, NY 10281
FAX: 212-504-6666
EMAIL: deryck.palmer@cwt.com, john.rapisardi@cwt.com;
george.davis@cwt.com; gary.ticoll@cwt.com

CADWALADER, WICKERSHAM & TAFT LLP
ATTN: HOWARD HAWKINS, JR., AND ELLEN HALSTEAD
ONE WORLD FINANCIAL CENTER
NEW YORK, NY 10281
FAX: 212-504-6666
EMAIL: howard.hawkins@cwt.com; ellen.halstead@cwt.com

CADWALADER, WICKERSHAM & TAFT LLP
ATTN: ISRAEL DAHAN
(COUNSEL TO FXCM HOLDINGS LLC)
ONE WORLD FINANCIAL CENTER
NEW YORK, NY 10281
EMAIL: israel.dahan@cwt.com

CADWALADER, WICKERSHAM & TAFT LLP
ATTN: MARK C. ELLENBERG
1201 F STREET N.W., SUITE 1100
WASHINGTON, DC 20004
FAX: 202-862-2400
EMAIL: mark.ellenberg@cwt.com

CADWALADER, WICKERSHAM & TAFT LLP
ATTN: HOWARD HAWKINS, HANH HUYNH, ELLEN
HALSTEAD.
(COUNSEL TO CREDIT SUISSE)
ONE WORLD FINANCIAL CENTER
NEW YORK, NY 10281
FAX: 212-504-6666
EMAIL: howard.hawkins@cwt.com, hanh.huynh@cwt.com,
ellen.halstead@cwt.com

CADWALADER, WICKERSHAM & TAFT LLP
ATTN: HOWARD HAWKINS, JR. AND ELLEN M.
HALSTEAD
(COUNSEL TO LEHMAN BROTHERS MLP OPPORTUNITY
FUND
L.P. AND LEHMAN BROTHERS CDO OPPORTUNITY FUND
LP)
ONE WORLD FINANCIAL CENTER
NEW YORK, NY 10281
FAX: 212-504-6666
EMAIL: howard.hawkins@cwt.com; ellen.halstead@cwt.com

CADWALADER, WICKERSHAM & TAFT LLP
ATTN: HOWARD R. HAWKINS, JR., ESQ.
(COUNSEL TO EXUM RIDGE CBO, SGS HY CRD FUND,
AVIV
LCDO, AIRLIE LCDO, PEBBLE CREEK AND WHITE
MARLIN)
ONE WOLRD FINANCIAL CENTER
NEW YORK, NY 10281
FAX: 212-504-6666
EMAIL: howard.hawkins@cwt.com

CADWALDER, WICKERSHAM & TAFT, LLP
ATTN: HOWARD R. HAWKINS, JASON JURGENS &
ELLEN M. HALSTEAD, ESQ.
(COUNSEL TO WESTLB AG, NEW YORK BRANCH)
ONE WORLD FINANCIAL CENTER
NEW YORK, NY 10281
FAX: 212-504-6666
EMAIL: howard.hawkins@cwt.com; jason.jurgens@cwt.com;
ellen.halstead@cwt.com

CAHILL GORDON & REINDEL LLP
ATTN: JOEL H. LEVITIN, STEPHEN J. GORDON
(COUNSEL TO HYPO INVESTMENKBANK AG)
EIGHTY PINE STREET
NEW YORK, NY 10005
FAX: 212-269-5420
EMAIL: sgordon@cahill.com; jlevitin@cahill.com

CALIFORNIA PUBLIC EMPLOYEES RETIREMENT SYSTEM
ATTN: THOMAS NOGUEROLA, SR. STAFF COUNSEL
PO BOX 942707
SACRAMENTO, CA 94229-2707
FAX: 916-795-3659
EMAIL: Thomas_Noguerola@calpers.ca.gov

CAROL DAVIDSON
4371 IDE ROAD
WILSON, NY 14172
EMAIL: owllady@hughes.net

CB RICHARD ELLIS, INC
ATTN: WANDA N. GOODLOE, ESQ.
200 PARK AVENUE, 17TH FLOOR
NEW YORK, NY 10166
FAX: 212-984-6655
EMAIL: wanda.goodloe@cbre.com

CHADBOURNE & PARKE LLP
ATTN: HOWARD SEIFE, DAVID M. LEMAY, & ANDREW
ROSENBLATT
(COUNSEL TO GLG PARTNERS LP)
30 ROCKEFELLER PLAZA
NEW YORK, NY 10012
FAX: 212-541-5369
EMAIL: dlemay@chadbourne.com, hseife@chadbourne.com,
arosenblatt@chadbourne.com

CHAPMAN AND CUTLER LLP
ATTN: JAMES E. SPIOTTO, ANN E. ACKER,
FRANLIN H. TOP, & JAMES HEISER
111 WEST MONROE STREET
CHICAGO, IL 60603
FAX: 312-701-2361
EMAIL: spiotto@chapman.com; acker@chapman.com;
heiser@chapman.com

CLEARY GOTTlieb STEEN & HAMILTON LLP
ATTN: LINDSEE P. GRANFIELD AND LISA M.
SCHWEITZER
(COUNSEL TO BARCLAYS CAPITAL, INC.)
ONE LIBERTY PLAZA
NEW YORK, NY 10006
FAX: 212-225-3999
EMAIL: lgranfield@cgsh.com, lschweitzer@cgsh.com

CLEARY GOTTlieb STEEN & HAMILTON LLP
ATTN: THOMAS J. MALONEY, ESQ.
(COUNSEL TO D.E. SHAW COMPOSITE PORTFOLIOS, LLC
AND D.E. SHAW OCULUS PORTFOLIOS, LLC)
ONE LIBERTY PLAZA
NEW YORK, NY 10006
FAX: 212-225-3999
EMAIL: MAOFILING@CGSH.COM

CLEARY GOTTlieb STEEN & HAMILTON LLP
ATTN: JAMES L. BROMLEY AND SEAN A. O'NEILL
(COUNSEL TO HELLMAN & FRIEDMAN LLC)
ONE LIBERTY PLAZA
NEW YORK, NY 10006
FAX: 212-225-3999
EMAIL: maofiling@cgsh.com

CLEARY GOTTlieb STEEN & HAMILTON LLP
ATTN: CARMINE D. BOCCUZI JR., ESQ.
(COUNSEL TO GOLDMAN SACHS CREDIT PARTNERS AND
GS
EUROPEAN PERFORMANCE FUND LIMITED)
ONE LIBERTY PLAZA
NEW YORK, NY 10006
FAX: 212-225-3999
EMAIL: maofiling@cgsh.com

CLEARY GOTTlieb STEEN & HAMILTON LLP
ATTN: JEFFREY A. ROSENTHAL
(COUNSEL TO WACHOVIA BANK, WACHOVIA
SECURITIES LTD
AND EVERGREEN, ET AL.)
ONE LIBERTY PLAZA
NEW YORK, NY 10006
FAX: 212-225-3999
EMAIL: MAOFILING@CGS.COM

CLEARY GOTTlieb STEEN & HAMILTON LLP
ATTN: CARMINE D. BOCCUZZI AND THOMAS J.
MOLONEY
(COUNSEL TO GOLDMAN, SACHS & CO., ET AL. AND
J. ARON & COMPANY)
ONE LIBERTY PLAZA
NEW YORK, NY 10006
FAX: 212-225-3999
EMAIL: MAOFILING@CGSH.COM

CLIFFORD CHANCE US LLP
ATTN: JENNIFER C. DE MARCO
31 WEST 52ND STREET
NEW YORK, NY 10019
FAX: 212-878-8375
EMAIL: jennifer.demarco@cliffordchance.com

CLIFFORD CHANCE US LLP
ATTN: ANDREW BROZMAN AND SARA M. TAPINEKIS
(COUNSEL TO CALYON AND CALYON SECURITIES)
31 WEST 52ND STREET
NEW YORK, NY 10019-6131
FAX: 212-878-8375
EMAIL: Andrew.Brozman@cliffordchance.com;
Sara.Tapinekis@cliffordchance.com

CLIFFORD CHANCE US LLP
ATTN: ADNREW BROZMAN AND WENDY ROSENTHAL
(COUNSEL TO BANIF-BANCO, DEXIA LUXEMBURG,
DEXIA
LOCAL, DEXIA DEUTSCHLAND AND DEXIA BELGIQUE)
31 WEST 52ND STREET
NEW YORK, NY 10019-6131
FAX: 212-878-8375
EMAIL: andrew.brozman@cliffordchance.com;
wendy.rosenthal@cliffordchance.com

COLE, SCHOTZ, MEISEL, FORMAN & LEONARD, P.A.
ATTN: LAURENCE MAY, ESQ. AND JOHN H. DRUCKER,
ESQ.
(COUNSEL TO FEDERAL HOME LOAN BANK OF
PITTSBURGH)
900 THIRD AVENUE, 16TH FLOOR
NEW YORK, NY 10022
FAX: 212-752-8393
EMAIL: Lmay@coleschotz.com; Jdrucker@coleschotz.com

CONTINENTAL AIRLINES, INC.
ATTN: JEFF WITTIG
1600 SMITH
DEPT. HQ56G
HOUSTON, TX 77019
FAX: 713-324-5161
EMAIL: jeff.wittig@coair.com

CONTRARIAN CAPITAL MANAGEMENT, LLC
ATTN: ETHAN SCHWARTZ
411 WEST PUTNAM AVENUE
SUITE 425
GREENWICH, CT 06830
EMAIL: eschwartz@contrariancapital.com

COUNTY OF SAN MATEO
ATTN: MICHAEL P. MURPHY, COUNTY COUNSEL
(COUNSEL TO COUNTY OF SAN MATEO AND COUNTY OF
MONTEREY)
400 COUNTY CENTER
REDWOOD CITY, CA 94063-1662
FAX: 650-363-4034
EMAIL: mmurphy@co.sanmateo.ca.us

COVINGTON & BURLING LLP
COUNSEL FOR WILMINGTON TRUST COMPANY
ATTN M HOPKINS, D COFFINO, A RABOY
THE NEW YORK TIMES BUILDING
NEW YORK, NY 10018
FAX: 212-841-1010
EMAIL: mhopkins@cov.com; dcoffino@cov.com;
araboy@cov.com

CRAVATH, SWAINE & MOORE LLP
ATTN: RICHARD LEVIN, ESQ & ROBERT H. TRUST, ESQ.
WORLDWIDE PLAZA
825 EIGHTH AVENUE
NEW YORK, NY 10019
FAX: 212-474-3700
EMAIL: RLevin@cravath.com; RTrust@cravath.com

CROCKER KUNO PLLC
ATTN: JOANNE K. LIPSON AND J. TODD TRACY
(COUNSEL TO THE CENTRAL PUGET SOUND REGIONAL
TRANSIT AUTHORITY)
720 OLIVE WAY, SUITE 1000
SEATTLE, WA 98101
FAX: 206-624-8598
EMAIL: jlipson@crockerkuno.com; ttracy@crockerkuno.com

CROWE & DUNLEVY, P.C.
ATTN: JUDY HAMILTON MORSE
(COUNSEL TO OKLAHOMA MUNICIPAL POWER
AUTHORITY)
20 NORTH BROADWAY, SUITE 1880
OKLAHOMA CITY, OK 73102
FAX: 405-239-6651
EMAIL: judy.morse@crowedunlevy.com

CUMMINGS & LOCKWOOD LLC
ATTN: JOHN F. CARBERRY, ESQ.
(COUNSEL TO 8 SOUND SHORE ASSOCIATES LLC)
SIX LANDMARK SQUARE
STAMFORD, CT 06901
FAX: 203-708-3933
EMAIL: jcarberry@cl-law.com

DAVIS POLK & WARDWELL
ATTN: KAREN E. WAGNER, ABRAHAM GESSER
JAMES I. MCCLAMMY
450 LEXINGTON AVENUE
NEW YORK, NY 10017
FAX: 212-450-3800
EMAIL: karen.wagner@dpw.com; avi.gesser@dpw.com;
james.mcclammy@dpw.com

DAVIS POLK & WARDWELL
ATTN: KAREN E. WAGNER AND JAMES I. MCCLAMMY
(COUNSEL TO NATIXIS ENTITIES, ASSET BACKED MGMT
CORP., AND BANQUE PRIVEE SAINT DOMINIQUE)
450 LEXINGTON AVENUE
NEW YORK, NY 10017
FAX: 212-450-3800
EMAIL: karen.wagner@dpw.com; james.mcclammy@dpw.com

DEBEVOISE & PLIMPTON LLP
ATTN: MY CHI TO & MAUREEN CRONIN
919 THIRD AVENUE
NEW YORK, NY 10022
FAX: 212-909-6836
EMAIL: mcto@debevoise.com; macronin@debevoise.com

DEBEVOISE & PLIMPTON LLP
ATTN: MY CHI TO AND MAUREEN A. CRONIN
(COUNSEL TO JFK INTERNATIONAL AIR TERMINAL LLC)
919 THIRD AVENUE
NEW YORK, NY 10022
FAX: 212-909-6836
EMAIL: mcto@debevoise.com; macronin@debevoise.com

DECHERT LLP
ATTN: GLEN E. SIEGEL AND DONALD M. BADACZEWSKI
(COUNSEL TO RUSSELL INVESTMENT GROUP, INC.)
1095 AVENUE OF THE AMERICAS
NEW YORK, NY 10036
FAX: 212-698-3599
EMAIL: glenn.siegel@dechert.com;
donald.badaczewski@dechert.com

DEWEY & LEBOEUF LLP
ATTN: MARTIN J BIENENSTOCK, JUDY G.Z. LIU AND
TIMOTHY Q. KARCHER
1301 AVENUE OF THE AMERICAS
NEW YORK, NY 10019
FAX: 212-259-6333
EMAIL: mbienenstock@dl.com; jliu@dl.com; tkarcher@dl.com

DEWEY & LEBOEUF LLP
ATTN: ELIZABETH PAGE SMITH & P. BRUCE WRIGHT
1301 AVENUE OF THE AMERICAS
NEW YORK, NY 10019
FAX: 212-259-6333
EMAIL: pwright@dl.com; esmith@dl.com

DEWEY & LEBOEUF LLP
ATTN: MARTIN J. BIENENSTOCK & IRENA M. GOLDSTEIN
& WILLIAM C. HEUER
1301 AVENUE OF THE AMERICAS
NEW YORK, NY 10019-6092
FAX: 212-259-6333
EMAIL:
mbienenstock@dl.com; igoldstein@dl.com; wheuer@dl.com

DIAMOND MCCARTHY LLP
ATTN: ALLAN D. DIAMOND AND STEPHEN T. LODEN
(COUNSEL TO THE KIYO BANK AND THE KYOEI FIRE &
MARINE INSURANCE COMPANY, LTD.)
909 FANNIN, SUITE 1500
HOUSTON, TX 77010
FAX: 713-333-5199
EMAIL: ADiamond@DiamondMcCarthy.com;
SLoden@DiamondMcCarthy.com

DLA PIPER LLP (US)
ATTN: TIMOTHY W. BRINK AND MATTHEW T. KLEPPER
(COUNSEL TO RIVER CAPITAL ADVISORS, INC.)
203 NORTH LASALLE STREET, SUITE 1900
CHICAGO, IL 60601
FAX: 312-251-2170
EMAIL: timothy.brink@dlapiper.com;
matthew.klepper@dlapiper.com

DLA PIPER LLP (US)
ATTN: KAROL DENNISTON AND DEBORAH J. SALTZMAN
(COUNSEL TO LAHDE CAP MGMT, WESTPORT CAP,
HANK'S
LIVING TRUST, OSTERREICHISCHE AND ETIHAD
AIRWAYS)
550 SOUTH HOPE STREET, SUITE 2300
LOS ANGELES, CA 90071
FAX: 213-330-7701
EMAIL: karol.denniston@dlapiper.com;
deborah.saltzman@dlapiper.com

DRINKER BIDDLE & REATH LLP
ATTN: ROBERT K. MALONE AND DOUGLAS J. MCGILL
(COUNSEL TO ALLIANZ GLOBAL INVESTORS AG)
500 CAMPUS DRIVE
FLORHAM PARK, NJ 07932-1047
FAX: 973-360-9831
EMAIL: robert.malone@dbr.com, douglas.mcgill@dbr.com

DRINKER BIDDLE & REATH LLP
ATTN: KRISTIN K. GOING, ESQ.
(COUNSEL TO PARSEC CORP.)
1500 K ST, NW - SUITE 1100
WASHINGTON, DC 20005-1209
FAX: 202-842-8465
EMAIL: kristin.going@dbr.com

DUFFY & ATKINS LLP
ATTN: TODD E. DUFFY AND JAMES E. ATKINS
(COUNSEL TO SOUTH MISSISSIPPI POWER ASSOCIATION
AND COAST ELECTRIC POWER ASSOCIATION)
SEVEN PENN PLAZA, SUITE 420
NEW YORK, NY 10001
FAX: 212-500-7972
EMAIL: tduffy@duffyandatkins.com; jatkins@duffyandatkins.com

DLA PIPER LLP (US)
ATTN: THOMAS R. CALIFANO AND JOHN P. MCNICHOLAS
(COUNSEL TO LAHDE CAP MGMT, WESTPORT CAP,
HANK'S
LIVING TRUST, OSTERREICHISCHE AND ETIHAD
AIRWAYS)
1251 AVENUE OF THE AMERICAS
NEW YORK, NY 10020-1104
FAX: 212-335-4501; 212-884-8565
EMAIL: thomas.califano@dlapiper.com;
john.mcnicholas@dlapiper.com

DRESDNER BANK A.G.
ATTN: JOSEPH SCORDATO, ESQ
1301 AVENUE OF THE AMERICAS
NEW YORK, NY 10019
FAX: 212-208-6118
EMAIL: joseph.scordato@dkib.com

DRINKER BIDDLE & REATH LLP
ATTN: STEPHANIE WICKOUSKI, ESQ
(COUNSEL TO PARSEC TRADING CORP.)
140 BROADWAY, 39TH FL
NEW YORK, NY 10005-1116
FAX: 212-248-3141
EMAIL: stephanie.wickouski@dbr.com

DUANE MORRIS LLP
ATTN: LAWRENCE J. KOTLER, ESQUIRE
(COUNSEL TO FPB INTERNATIONAL BANK, INC. AND
NATIONAL AGRICULTURAL COOPERATIVE
FEDERATION)
1540 BROADWAY
NEW YORK, NY 10036-4086
FAX: 212-689-2746
EMAIL: LJKotler@duanemorris.com

EATON CORPORATION
ATTN: GLOBAL TRADE CREDIT DEPARTMENT
EATON CENTER
1111 SUPERIOR AVENUE
CLEVELAND, OH 44114-2584
FAX: 216-479-7086
EMAIL: brendalblanks@eaton.com

EMMET, MARVIN & MARTIN, LLP
ATTN: EDWARD P. ZUJKOWSKI, ESQ.
(COUNSEL TO AUSTRALIA AND NEW ZEALAND
BANKING
GROUP LIMITED)
120 BROADWAY
NEW YORK, NY 10271
FAX: 212-238-3100
EMAIL: ezujkowski@emmetmarvin.com

ENTWISTLE & CAPPUCCI LLP
ATTN: ANDREW J. ENTWISTLE
(COUNSEL TO THOMAS P. DINAPOLI, AS SOLE TRUSTEE
OF
THE NY STATE COMMON RETIREMENT FUND)
280 PARK AVENUE, 26TH FLOOR WEST
NEW YORK, NY 10017
EMAIL: aentwistle@entwistle-law.com; jwhitman@entwistle-
law.com; jbeemer@entwistle-law.com; jporter@entwistle-law.com

EPSTEIN BECKER & GREEN, P.C.
ATTN: KENNETH J. KELLEY, ESQ.
(COUNSEL TO INFOSPACE, INC. AND INTERSIL CORP.)
250 PARK AVENUE
NEW YORK, NY 10177
EMAIL: kkelly@ebglaw.com

EPSTEIN BECKER & GREEN, P.C.
ATTN: DAVID B. TATGE, ESQ.
(COUNSEL TO INFOSPACE, INC. AND INTERSIL CORP.)
1227 25TH STREET, N.W.
SUITE 700
WASHINGTON, DC 20037
EMAIL: dtatge@ebglaw.com

EZRA BRUTZKUS GUBNER LLP
ATTN: STEVEN T. GUBNER, ESQ AND COREY R.
WEBER,ESQ
(COUNSEL TO THE CITY OF LONG BEACH)
21650 OXNARD STREET, SUITE 500
WOODLAND HILLS, CA 91367
FAX: 818-827-9099
EMAIL: sgubner@ebg-law.com; cweber@ebg-law.com

FEDERAL RESERVE BANK OF NEW YORK
ATTN: SHARI LEVENTHAL
ASSISTANT GENERAL COUNSEL AND SENIOR VICE PRES
33 LIBERTY STREET
NEW YORK, NY 10045-0001
FAX: 212-720-8709
EMAIL: shari.leventhal@ny.frb.org

FELDERSTEIN FITZGERALD WILLOUGHBY & PASCUSI
LLP
ATTN: STEVEN FELDERSTEIN, PAUL PASCUZZI & JOAN
HUH
(COUNSEL TO CALIFORNIA PUBLIC EMPLOYEES
RETIREMENT
SYSTEM)
400 CAPITOL MALL, SUITE 1450
SACRAMENTO, CA 95814
FAX: 916-329-7435
EMAIL: sfelderstein@ffwplaw.com; ppascuzzi@ffwplaw.com;
jhuh@ffwplaw.com

FILARDI LAW OFFICES LLC
ATTN: CHARLES J. FILARDI JR.
(COUNSEL TO FEDERAL EXPRESS CORPORATION)
65 TRUMBULL STREET
NEW HAVEN, CT 06510
FAX: 866-849-2040
EMAIL: charles@filardi-law.com

FIRST TRUST PORTFOLIOS L.P.
ATTN: PAMELA COCALAS WIRT, ASST GENERAL
COUNSEL
(COUNSEL TO FIRST TRUST PORTFOLIOS LP, FIRST
TRUST
ADVISORS LP AND BONDWAVE LLC)
120 E. LIBERTY DRIVE, SUITE 400
WHEATON, IL 60187
FAX: 630-517-7246
EMAIL: pwirt@ftportfolios.com

FOLEY & LARDNER LLP
ATTN: DOUGLAS S. HEFFER
(COUNSEL TO TRADING TECHNOLOGIES
INTERNATIONAL)
90 PARK AVENUE
NEW YORK, NY 10016
FAX: 212-682-2329
EMAIL: dheffer@foley.com

FOLEY & LARDNER LLP
ATTN: JOANNE LEE
(COUNSEL TO TRADING TECHNOLOGIES
INTERNATIONAL)
321 N. CLARK STREET
SUITE 2800
CHICAGO, IL 60654
FAX: 312-832-4700

EMAIL: jlee@foley.com

FREEBORN & PETERS LLP
ATTN: AARON L. HAMMER & DEVON J. EGGERT
(COUNSEL TO ACCENTURE LLP)
311 SOUTH WACKER DRIVE, SUITE 3000
CHICAGO, IL 60606-6677
FAX: 312-360-6520
EMAIL:
ahammer@freebornpeters.com; deggert@freebornpeters.com

FRIEDMAN DUMAS & SPRINGWATER LLP
ATTN: ELLEN A. FRIEDMAN, ESQ.
(COUNSEL TO PACIFIC GAS & ELECTRIC COMPANY)
150 SPEAR STREET, SUITE 1600
SAN FRANCISCO, CA 94105
FAX: 415-834-1077
EMAIL: efriedman@frieddumspring.com

FULBRIGHT & JAWORSKI L.L.P.
ATTN: DAVID A. ROSENZWEIG
(COUNSEL TO AT&T INC.)
666 FIFTH AVENUE
NEW YORK, NY 10103
FAX: 212-318-3400
EMAIL: drosenzweig@fulbright.com

GARDERE WYNNE SEWELL LLP
ATTN: JOHN P. MELKO
(COUNSEL TO PYRRHULOXIA, LP)
1000 LOUISIANA, SUITE 3400
HOUSTON, TX 77002-5011
FAX: 713-276-5555
EMAIL: jmelko@gardere.com

FRASER STRYKER PC LLO
ATTN: MICHAEL L. SCHLEICH, ESQ.
(COUNSEL TO TATA COMMUNICATIONS SERVICES INC.)
500 ENERGY PLAZA
409 17TH STREET
OMAHA, NE 68102
FAX: 402-341-8290
EMAIL: MSchleich@fraserstryker.com

FRIED, FRANK, HARRIS, SHRIVER & JACOBSON LLP
ATTN: PETER L. SIMMONS, BRIAN D. PFEIFFER, ESQ.
AND MITCHELL EPNER, ESQ.
(COUNSEL TO FEDERAL HOME LOAN BANK OF
ATLANTA)
ONE NEW YORK PLAZA
NEW YORK, NY 10004-1980
FAX: 212-859-4000
EMAIL: peter.simmons@friedfrank.com;
brian.pfeiffer@friedfrank.com; mitchell.epner@friedfrank.com

FRIEDMAN KAPLAN SEILER & ADELMAN LLP
ATTN: ANNE E. BEAUMONT
(COUNSEL TO MALAYSIAN AIRLINE SYSTEM)
1633 BROADWAY, 46TH FLOOR
NEW YORK, NY 10019-6708
FAX: 212-833-1250
EMAIL: lehman@fklaw.com

FULTON BANK
ATTN: JOHN R. MERVA, ESQ.
ASSOCIATE COUNSEL & VP
ONE PENN CENTER PO BOX 4887
LANCASTER, PA 17604
FAX: 717-295-9194
EMAIL: jmerva@fult.com

GIBBONS P.C.
ATTN: DAVID N. CRAPO, ESQ.
(COUNSEL TO STANDARD & POOR'S)
ONE GATEWAY CENTER
NEWARK, NJ 07102-5310
FAX: 973-596-0545
EMAIL: dcrapo@gibbonslaw.com

GIBSON DUNN & CRUTCHER LLP
ATTN: MICHAEL ROSENTHAL & JANET WEISS
200 PARK AVENUE
NEW YORK, NY 10166-0193
FAX: 212-351-6258, 212-351-5234
EMAIL: mrosenthal@gibsondunn.com; jweiss@gibsondunn.com

GILMARTIN, POSTER & SHAFTO LLP
ATTN: ANDREAS SEUFFERT, ESQ.
(COUNSEL TO PIETRO FERRERO)
845 THIRD AVENUE
NEW YORK, NY 10022
FAX: 212-425-3130
EMAIL: aseuffert@lawpost-nyc.com

GODFREY & KAHN, S.C.
ATTN: TIMOTHY F. NIXON AND JENNIFER B. HERZOG
(COUNSEL TO MARSHALL FUNDS, INC. AND MARSHALL
&
ILSLEY TRUST COMPANY, N.A.)
780 NORTH WATER STREET
MILWAUKEE, WI 53202
FAX: 414-273-5198
EMAIL: tnixon@gklaw.com; jherzog@gklaw.com

GOULSTON & STORRS, P.C.
ATTN: JAMES WALLACK, DOUGLAS ROSNER AND GREG
KADEN
400 ATLANTIC AVENUE
BOSTON, MA 02110-3333
FAX: 617-574-4112
EMAIL: jwallack@goulstonstorrs.com,
drosner@goulstonstorrs.com, gkaden@goulstonstorrs.com

GREEN TREE SERVICING LLC
ATTN: BRIAN COREY, GENERAL COUNSEL
345 ST. PETER STREET
SAINT PAUL, MN 55102-1639
FAX: 651-293-5746
EMAIL: brian_corey@gtsservicing.com

GREENBERG TRAURIG, LLP
ATTN: JOHN W. WEISS, ESQ.
(COUNSEL TO NOMURA HOLDING AMERICA, INC AND
ON
BEHALF OF NOMURA HOLDINGS, INC.)
200 PARK AVENUE
NEW YORK, NY 10166
FAX: 212-801-6400
EMAIL: weissjw@gtlaw.com

GREER, HERZ & ADAMS, LLP
ATTN: FREDERICK BLACK AND TARA B. ANNWEILER
(COUNSEL TO: AMERICAN NATIONAL INSURANCE
COMPANY)
ONE MOODY PLAZA, 18TH FLOOR
GALVESTON, TX 77550
FAX: 409-766-6424
EMAIL: tannweiler@greerherz.com

GSEF AL NAWRAS (CAYMAN) LIMITED
C/O NASREEN BULOS, LEGAL COUNSEL GLOBAL
EQUITIES
DUBAI INTERNATIONAL CAPITAL LLC
DIFC BUILDING 2, 4TH FLOOR
SHEIKH ZAYED ROAD, PO BOX 72888
DUBAI,
EMAIL: Nasreen.Bulos@dubaiic.com

HAHN & HESSEN LLP
ATTN: JEFFREY L. SCHWARTZ AND JOSEPH ORBACH
(COUNSEL TO COMMERZBANK A.G. AND DRESNER
BANK AG)
488 MADISON AVENUE
15TH FLOOR
NEW YORK, NY 10022
FAX: 212-478-7400
EMAIL: jschwartz@hahnhausen.com; jorbach@hahnhausen.com

HAHN & HESSEN LLP
ATTN: ROSANNE THOMAS MATZAT, ESQ.
(COUNSEL TO AVISTA CORP., CASCADE INVESTMENT
LLC,
AND POWEREX CORP.)
488 MADISON AVE
NEW YORK, NY 10022
FAX: 212-478-7400
EMAIL: rmatzat@hahnhausen.com

HALPERIN BATTAGLIA RAICHT, LLP
ATTN: WALTER BENZIJA AND JULIE D DYAS
(COUNSEL TO HENEGAN CONSTRUCTION CO., INC.)
555 MADISON AVENUE, 9TH FLOOR
NEW YORK, NY 10022
FAX: 212-765-0964
EMAIL: wbenzija@halperinlaw.net, jdyas@halperinlaw.net

HERRICK, FEINSTEIN LLP
ATTN: ANDREW C. GOLD
(COUNSEL TO AEW CAPITAL MANAGEMENT, LP AND
LYON CAPITAL VENTURES)
TWO PARK AVENUE
NEW YORK, NY 10016
FAX: 212-592-1500
EMAIL: agold@herrick.com

HERRICK, FEINSTEIN LLP
ATTN: STEPHEN B. SELBST
(COUNSEL TO COMPAGNIE FINANCIERE TRADITION SA)
2 PARK AVENUE
NEW YORK, NY 10016
FAX: 212-592-1500

EMAIL: sselbst@herrick.com

HEWLETT-PACKARD COMPANY
ATTN: MS. RAMONA NEAL, CORPORATE COUNSEL
11311 CHINDEN BLVD
MAILSTOP 314
GARDEN CITY, ID 83714-0021
FAX: 208-396-3958
EMAIL: ramona.neal@hp.com

HEWLETT-PACKARD COMPANY
ATTN: MS. ANNE MARIE KENNELLY, CORPORATE
COUNSEL
300 HANOVER ST., M/S 1050
PALO ALTO, CA 94304
FAX: 650-852-8617
EMAIL: anne.kennelly@hp.com

HEWLETT-PACKARD COMPANY
ATTN: MR. KEN HIGMAN, SR. DEFAULT&RECOVERY
ANALYST
2125 E. KATELLA AVE
SUITE 400
ANAHEIM, CA 92806
EMAIL: ken.higman@hp.com

HODGSON RUSS LLP
ATTN: STEPHEN H. GROSS, ESQ.
(COUNSEL TO VIGNETTE EUROPE LTD & DELL
MARKETING)
60 EAST 42ND STREET, 37TH FLOOR
NEW YORK, NY 10165-0150
FAX: 212-972-1677
EMAIL: SGross@HodgsonRuss.com

HODGSON RUSS LLP
ATTN: GARRY M. GRABER AND DEBORAH J. PIAZZA
(COUNSEL TO DEERE & COMPANY)
60 E. 42ND STREET, 37TH FLOOR
NEW YORK, NY 10165
FAX: 212-972-1677
EMAIL: GGraber@HodgsonRuss.com;
DPiazza@HodgsonRuss.com

HODGSON RUSS LLP
ATTN: DEBORAH J. PIAZZA AND MAUREEN T. BASS
(COUNSEL TO GESCONSULT S.A. SG LLC)
60 E. 42ND STREET, 37TH FLOOR
NEW YORK, NY 10165
FAX: 212-972-1677
EMAIL: DPiazza@HodgsonRuss.com;
MBass@HodgsonRuss.com

HOGAN & HARTSON LLP
ATTN: IRA GREENE, SCOTT GOLDEN AND DENA
KAUFMAN
(COUNSEL TO KRAFT FOODS, INC.)
875 THIRD AVENUE
NEW YORK, NY 10022
FAX: 212-918-3100
EMAIL: isgreene@hhlaw.com; sagolden@hhlaw.com;
dckaufman@hhlaw.com

HOLLAND & KNIGHT LLP
ATTN: PETER A. ZISSER, ESQ.
195 BROADWAY
NEW YORK, NY 10007-3189
FAX: 212-385-9010
EMAIL: peter.zisser@hklaw.com

HOLLAND & KNIGHT LLP
RICHARD E. LEAR, ESQ.
2099 PENNSYLVANIA AVE, NW, SUITE 100
WASHINGTON, DC 20006
FAX: 202-955-5564
EMAIL: richard.lear@hklaw.com

HOLLAND & KNIGHT LLP
ATTN: SANDRA E. MAYERSON, ESQ.
(COUNSEL TO CAISSE DE DEPOT ET PLACEMENT DU
QUEBEC)
195 BROADWAY
NEW YORK, NY 10007-3189
FAX: 212-385-9010

EMAIL: sandra.mayerson@hklaw.com

HOLLAND & KNIGHT LLP
ATTN: JOHN J. MONAGHAN, ESQ.
(COUNSEL TO SINGAPORE AIRLINES, US BANK NAT
ASSOC,
HSBC REALTY CREDIT, CARLTON WILLARD AND SBA
COMM.)
10 ST. JAMES AVENUE
BOSTON, MA 02116
EMAIL: john.monaghan@hklaw.com

HOLME ROBERTS & OWEN LLP
ATTN: BRADFORD E. DEMPSEY, ESQ.
(COUNSEL TO M. ARTHUR GENSLER JR & ASSOC,
GENSLER
ARCHITECTURE, DESIGN & PLANNING, COSTELLO
MAIONE)
1700 LINCOLN, SUITE 4100
DENVER, CO 80203
FAX: 303-866-0200
EMAIL: brad.dempsey@hro.com

HOLME ROBERTS & OWEN LLP
ATTN: LAWRENCE BASS, ESQ.
(COUNSEL TO NATIONAL CINEMEDIA, INC.)
1700 LINCOLN STREET, SUITE 4100
DENVER, CO 80203
FAX: 303-866-0200
EMAIL: lawrence.bass@hro.com

HUNTON & WILLIAMS LLP
ATTN: MICHELLE A. MENDEZ
(COUNSEL TO HEALTH CARE SERVICES CORP D/B/A
BLUE
CROSS AND BLUE SHIELD OF ILLINOIS)
1445 ROSS AVENUE, SUITE 3700
DALLAS, TX 75202
FAX: 214-740-7151
EMAIL: mmendez@hunton.com

INFOSPACE, INC.
ATTN: ALEJANDRO C. TORRES, ESQ.
GENERAL COUNSEL
601 108TH AVENUE, NE
BELLEVUE, WA 98004
EMAIL: alex.torres@infospace.com

INGRAM YUZEK GAINEN CARROLL & BERTOLOTTI, LLP
ATTN: CORY L. WEISS, ESQ.
(COUNSEL TO 50 BROADWAY REALTY CORP. LLC)
250 PARK AVENUE
NEW YORK, NY 10177
FAX: 212-907-9681
EMAIL: cweiss@ingramllp.com

INTERNAL REVENUE SERVICE
OFFICE OF CHIEF COUNSEL
ATTN: TOBY R. ROSENBERG
33 MAIDEN LANE, 14TH FLOOR
NEW YORK, NY 10038
EMAIL: toby.r.rosenberg@irsounsel.treas.gov;
mimi.m.wong@irsounsel.treas.gov

INTERSIL CORPORATION
ATTN: DOUGLAS BALOG, ESQ.
ASSOCIATE GENERAL COUNSEL
1650 ROBERT A. CONLON BLVD., NE
M/S 62A309
PALM BEACH, FL 32905
EMAIL: dbalog@intersil.com

INVESCO AIM MANAGEMENT GROUP, INC.
ATTN: TERESA A. OXFORD, ESQ.
(COUNSEL TO AIM FUNDS AND AIM ADVISORS)
11 GREENWAY PLAZA, SUITE 100
HOUSTON, TX 77046-1173
FAX: 713-993-9185
EMAIL: teresa.oxford@invescoaim.com

IRELL & MANELLA LLP
ATTN: ALAN J. FRIEDMAN AND KERRI LYMAN
(COUNSEL TO "PARTY-IN-INTEREST")
840 NEWPORT CENTER DRIVE, SUITE 400
NEWPORT BEACH, CA 92660
FAX: 949-760-5200
EMAIL: afriedman@irell.com; klyman@irell.com

IVEY, BARNUM, AND O'MARA, LLC
ATTN: MELISSA ZELEN NEIER, ESQ.
(COUNSEL TO DUKE ENERGY OHIO, INC.)
170 MASON STREET
GREENWICH, CT 06830
FAX: 203-661-9462
EMAIL: mneier@ibolaw.com

JODY OWEN
EMAIL: jowen769@yahoo.com

JOSEPH N. CORDARO
ASSISTANT UNITED STATES ATTORNEY
SOUTHERN DISTRICT OF NEW YORK
86 CHAMBERS STREET, 3RD FLOOR
NEW YORK, NY 10007
FAX: 212-637-2686
EMAIL: Joseph.Cordaro@usdoj.com

KASOWITZ, BENSON, TORRES & FRIEDMAN LLP
ATTN: DAVID FRIEDMAN, DAVID ROSNER, ANDREW
GLENN
1633 BROADWAY
NEW YORK, NY 10019
FAX: 212-506-1800
EMAIL: dfriedman@kasowitz.com, drosner@kasowitz.com,
aglenn@kasowitz.com

KATSKY KORINS LLP
ATTN: STEVEN H. NEWMAN, ESQ.
(COUNSEL TO TUXEDO RESERVE OWNER LLC AND
TUXEDO
TPA OWNER LLC)
605 THIRD AVENUE, 16TH FLOOR
NEW YORK, NY 10158
EMAIL: snewman@katskykorins.com

KAYE SCHOLER LLP
ATTN: MADLYN GLEICH PRIMOFF, SCOTT D TALMADGE
AND
LAUREN ATTARD
425 PARK AVENUE
NEW YORK, NY 10022
FAX: 212-836-6157
EMAIL: lattard@kayescholer.com

KAYE SCHOLER LLP
ATTN: MARGOT B. SCHONHOLTZ AND ANA M. ALFONSO
(COUNSEL TO BANK OF AMERICA, N.A.)
425 PARK AVENUE
NEW YORK, NY 10022
FAX: 212-836-8689
EMAIL: mschonholtz@kayescholer.com;
aalfonso@kayescholer.com

KAYE SCHOLER LLP
ATTN: MADLYN GLEICH PRIMOFF AND LAUREN ATTARD
(COUNSEL TO CAISSE DE DEPOT ET PLACEMENT DU
QUEBEC
AND TOTAL GAS & POWER LIMITED)
425 PARK AVENUE
NEW YORK, NY 10022
FAX: 212-836-6157
EMAIL: lattard@kayescholer.com

KELLEY DRYE & WARREN LLP
ATTN: JAMES S. CARR, ESQ.,
BEN BLAUSTEIN, ESQ., JORDAN BERGMAN, ESQ.
101 PARK AVENUE
NEW YORK, NY 10178
FAX: 212-808-7897
EMAIL: KDWBankruptcyDepartment@kelleydrye.com

KELLEY DRYE & WARREN LLP
ATTN: MARK W. PAGE, ESQ.
(COUNSEL TO BP N.AMERICA, BP ENERGY, BP CANADA
AND
IGI RESOURCES)
333 WEST WACKER DRIVE, 26TH FLOOR
CHICAGO, IL 60606
FAX: (312) 857-7095
EMAIL: mpage@kelleydrye.com

KELLEY DRYE & WARREN LLP
ATTN: HOWARD S. STEEL, ESQ.
(COUNSEL TO TATA AMERICAN INTERNATIONAL
CORPORATION AND TATA CONSULTANCY SERVICES
LTD)
101 PARK AVENUE
NEW YORK, NY 10178
FAX: 212-808-7897
EMAIL: KDWBankruptcyDepartment@kelleydrye.com

KELLEY DRYE & WARREN LLP
ATTN: BENJAMIN BLAUSTEIN, ESQ.
(COUNSEL TO THE JUILLIARD SCHOOL)
101 PARK AVENUE
NEW YORK, NY 10178
FAX: 212-808-7897
EMAIL: KDWBankruptcyDepartment@kelleydrye.com

KIRKLAND & ELLIS LLP
ATTN: RICHARD L. WYNNE, ESQ.
(COUNSEL TO KAPALUA BAY, LLC)
777 SOUTH FIGUEROA STREET, 37TH FLOOR
LOS ANGELES, CA 90017
FAX: 213-680-8500
EMAIL: rwyne@kirkland.com

KLEHR, HARRISON, HARVEY, BRANZBURG & ELLERS,
LLP
ATTN: JEFFREY KURTZMAN, ESQ.
(COUNSEL TO PJM INTERCONNECTION, L.L.C.)
260 S. BROAD STREET
PHILADELPHIA, PA 19102
FAX: 215-568-6603
EMAIL: jkurtzman@klehr.com

KLEIN SOLOMON LLP
ATTN: JAY B. SOLOMON
(COUNSEL TO HOPE GREENFIELD)
275 MADISON AVE, 11TH FL
NEW YORK, NY 10016
EMAIL: jay@kleinsolomon.com

KLESTADT & WINTERS, LLP
ATTN: JOHN E. JURELLER, JR.
(COUNSEL TO OVERSTOCK.COM)
292 MADISON AVENUE, 17TH FLOOR
NEW YORK, NY 10017
FAX: 212-972-2245
EMAIL: jjureller@klestadt.com

KOBRE & KIM LLC
ATTN: MICHAEL S KIM, ROBERT W HENOCH, ANDREW C
LOURIE, STEVEN W PERLSTEIN AND IAN N LEVY
800 THIRD AVENUE
NEW YORK, NY 10022
FAX: 212-488-1220
EMAIL: michael.kim@kobrekim.com,
robert.henoch@kobrekim.com, andrew.lourie@kobrekim.com,
steven.perlstein@kobrekim.com, ian.levy@kobrekim.com

KRAMER LEVIN NAFTALIS & FRANKEL LLP
ATTN: THOMAS MOERS MAYER, P. BRADLEY O'NEILL
AND
AMY CATON
(COUNSEL TO THE BANK OF NY MELLON TRUST CO., NA)
1177 AVENUE OF THE AMERICAS
NEW YORK, NY 10036
FAX: 212-715-8000
EMAIL: tmayer@kramerlevin.com; boneill@kramerlevin.com;
acaton@kramerlevin.com

LANDMAN CORSI BALLAINE & FORD, P.C.
ATTN: MARK LANDMAN, WILLIAM BALLAINE & SOPHIA
REE
(COUNSEL TO FEDERAL HOME LOAN MORTGAGE CORP.
IN
CONSERVATORSHIP)
120 BROADWAY, 27TH FLOOR
NEW YORK, NY 10271-0079
FAX: 212-238-4848
EMAIL: MLandman@lcbf.com; WBallaine@lcbf.com;
SRee@lcbf.com

LATHAM & WATKINS LLP
ATTN: KEITH A. SIMON
(COUNSEL TO FANNIE MAE)
885 THIRD AVENUE
NEW YORK, NY 10022
FAX: 212-751-4864
EMAIL: keith.simon@lw.com

LATHAM & WATKINS LLP
ATTN: PETER M. GILHULY
(COUNSEL TO: NETAPP, INC.; ASURION CORPORATION)
355 SOUTH GRAND AVENUE
LOS ANGELES, CA 90071-1560
FAX: 213-891-8763
EMAIL: peter.gilhuly@lw.com

LATHAM & WATKINS LLP
ATTN: RICHARD A. LEVY
(COUNSEL TO GE CORPORATE FINANCIAL SERVICES,
INC.)
SEARS TOWER, SUITE 5800
233 SOUTH WACKER DRIVE
CHICAGO, IL 60606
FAX: 312-993-9767
EMAIL: richard.levy@lw.com

KRAMER LEVIN NAFTALIS & FRANKEL LLP
ATTN: THOMAS MOERS MAYER, PHILIP BENTLEY AND
GORDON Z. NOVOD
(COUNSEL TO RUTGER SCHIMMELPENNINCK)
1177 AVENUE OF THE AMERICAS
NEW YORK, NY 10036
FAX: 212-715-8000
EMAIL: tmayer@kramerlevin.com; pbentley@kramerlevin.com;
gnovod@kramerlevin.com

LANE POWELL PC
ATTN: CHARLES R. EKBERG
1420 FIFTH AVENUE
SUITE 4100
SEATTLE, WA 98101-2338
FAX: 206-289-1544
EMAIL: ekbergc@lanepowell.com

LATHAM & WATKINS LLP
ATTN: DAVID S. HELLER & J. DOUGLAS BACON
SEARS TOWER, SUITE 5800
233 SOUTH WACKER DRIVE
CHICAGO, IL 60606
FAX: 312-993-9767
EMAIL: david.heller@lw.com; douglas.bacon@lw.com

LATHAM & WATKINS LLP
ATTN: PETER M. GILHULY
(COUNSEL TO: ASURION CORPORATION)
355 SOUTH GRAND AVENUE
LOS ANGELES, CA 90071-1560

LAW OFFICES OF GABRIEL DEL VIRGINIA
ATTN: GABRIEL DEL VIRGINIA, ESQ.
(COUNSEL TO THE TAARP GROUP, LLP)
641 LEXINGTON AVENUE, 21ST FLOOR
NEW YORK, NY 10022
FAX: 212-371-0460
EMAIL: gabriel.delvirginia@verizon.net

LAW OFFICES OF NEIL MOLDOVAN, P.C.
ATTN: ELLEN ZWEIG
(COUNSEL TO ANITA BRYANT)
ONE OLD COUNTRY ROAD, SUITE 270
CARLE PLACE, NY 11514
FAX: 516-294-4019
EMAIL: ezweig@optonline.com

LAW OFFICES OF ROBERT E. LUNA, PC
ATTN: ANDREA SHEEHAN, ESQ.
4411 N. CENTRAL EXPRESSWAY
DALLAS, TX 75205
FAX: 214-521-1738
EMAIL: sheehan@txschoollaw.com

LEHMAN BROTHERS BANKHAUS AKTIENGESELLSCHAFT
VERTRETEN DURCH IHREN VORSTAND
(MICHAEL BONACKER, HANS-MARTIN BURY, HELMUT
OLIVIER
DR. PATRICK SCHMITZ-MORKRAMER, CHRISTIAN
SPIELER)
RATHENAUPLATZ 1
60313 FRANKFURT AM MAIN
FAX: +49 (0) 69/15 307 6599
EMAIL: michael.bonacker@lehman.com;
martin.bury@lehman.com;
helmuth.olivier@lehman.com;patrick.schmitz-
morkramer@lehman.com;christian.spieler@lehman.com

LEVI LUBARSKY & FEIGENBAUM LLP
ATTN: WALTER E. SWEARINGEN
(COUNSEL TO PETER J. AND MARY JANE DAPUZZO)
1185 AVENUE OF THE AMERICAS, 17TH FLOOR
NEW YORK, NY 10036
EMAIL: wswearingen@llf-law.com

LIEFF, CABRASER, HEIMANN & BERNSTEIN, LLP
ATTN: STEVEN E. FINEMAN, ESQ.
(COUNSEL TO MEMBERS OF CERTIFIED CLASS IN
AUSTIN,
ET AL V. CHISICK, ET AL., CASE SA CV 01-0971 DOC)
780 THIRD AVENUE, 48TH FLOOR
NEW YORK, NY 10017-2024
FAX: 212-355-9592
EMAIL: sfineman@lchb.com

LINEBARGER GOGGAN BLAIR & SAMPSON LLP
ATTN: JOHN P. DILLMAN
(COUNSEL TO HARRIS COUNTY)
2323 BRYAN STREET, SUITE 1600
DALLAS, TX 75201
EMAIL: dallas.bankruptcy@pulicans.com

LINEBARGER GOGGAN BLAIR & SAMPSON, LLP
ATTN: ELIZABETH WELLER
2323 BRYAN STREET
SUITE 1600
DALLAS, TX 75201
FAX: 469-221-5002
EMAIL: dallas.bankruptcy@pulicans.com

LINEBARGER GOGGAN BLAIR & SAMPSON, LLP
ATTN: DIANE W. SANDERS
(COUNSEL TO MCLENNAN COUNTY)
1949 SOUTH I.H. 35
PO BOX 17428
AUSTIN, TX 78760
FAX: 512-443-5114
EMAIL: austin.bankruptcy@publicans.com

LOCKE LORD BISSELL & LIDDELL LLP
ATTN: ALLEN C. WASSERMAN, ESQ.
(COUNSEL TO STEPHEN N. HURLEY)
885 THIRD AVENUE, 26TH FLOOR
NEW YORK, NY 10022
FAX: 212-812-8366
EMAIL: awasserman@lockelord.com

LOCKE LORD BISSELL & LIDDELL LLP
ATTN: PATRICIA WILLIAMS PREWITT
(COUNSEL TO DYNERGY POWER MARKETING, INC.)
3400 JPMORGAN CHASE TOWER
600 TRAVIS TOWER
HOUSTON, TX 77002-3095
FAX: 713-223-3717
EMAIL: pprewitt@lockelord.com

LOEB & LOEB LLP
ATTN: WALTER H. CURCHACK, VADIM J. RUBINSTEIN
AND
DANIEL B. BESI KOF
(COUNSEL TO THOMAS COOK AG)
345 PARK AVENUE
NEW YORK, NY 10154
FAX: 212-407-4990
EMAIL: wchurchack@loeb.com; vrubinstein@loeb.com;
dbesikof@loeb.com

LOVELLS LLP
ATTN: ROBIN E. KELLER AND OMECCA N. NEDD
(COUNSEL TO QVT FINANCIAL LP & INSTITUTO
DE CREDITO OFICIAL)
590 MADISON AVE
NEW YORK, NY 10022
FAX: 212-909-0660
EMAIL: Robin.Keller@Lovells.com; omeca.nedd@lovells.com

LOVELLS LLP
ATTN: CHRISTOPHER R. DONOHO, III
(COUNSEL TO STANDARD CHARTERED BANK)
590 MADISON AVENUE
NEW YORK, NY 10022
FAX: 212-909-0660
EMAIL: chris.donoho@lovells.com

LOVELLS LLP
ATTN: ROBIN E. KELLER, ESQ.
(COUNSEL TO BRE BANK S.A., CARLTON COMM. LTD
AND
INSTITUTO CREDITO OFICIAL)
590 MADISON AVENUE
NEW YORK, NY 10022
FAX: 212-909-0660
EMAIL: robin.keller@lovells.com

LOWENSTEIN SANDLER PC
ATTN: IRA M. LEVEE
(COUNSEL TO FACTIVA, INC.)
1251 AVENUE OF THE AMERICAS, 18TH FLOOR
NEW YORK, NY 10020
FAX: 212-262-7402
EMAIL: ilevee@lowenstein.com

LOWENSTEIN SANDLER PC
ATTN: IRA M. LEVEE
(COUNSEL TO FACTIVA, INC.)
65 LIVINGSTON AVENUE
ROSELAND, NJ 07068
FAX: 973-597-2481
EMAIL: ilevee@lowenstein.com

LOWENSTEIN SANDLER PC
ATTN: KENNETH ROSEN, VINCENT D'AGOSTINO, ERIC
HORN
(COUNSEL TO AVAYA INC.)
65 LIVINGSTON AVE.
ROSELAND, NJ 07068
FAX: 973-597-2400
EMAIL: krosen@lowenstein.com, vdagostino@lowenstein.com,
ehorn@lowenstein.com

LOWENSTEIN SANDLER PC
ATTN: MICHAEL S. ETKIN AND S. JASON TEELE
(COUNSEL TO ALAMEDA CNTY, GOVT OF GUAM,
N.IRELAND
GOVT COMM, EDINBURGH COUNCIL & OPER. ENG. LCL
3)
1251 AVENUE OF THE AMERICAS, 18TH FLOOR
NEW YORK, NY 10022
FAX: 973-597-2400
EMAIL: metkin@lowenstein.com; steele@lowenstein.com

LOWENSTEIN SANDLER PC
ATTN: MICHAEL S. ETKIN AND S. JASON TEELE
(COUNSEL TO PNMR SERVICES CO AND FIRST CHOICE
POWER, LP)
1251 AVENUE OF THE AMERICAS, 18TH FLOOR
NEW YORK, NY 10022
FAX: 973-597-2400
EMAIL: metkin@lowenstein.com; steele@lowenstein.com

LOWENSTEIN SANDLER PC
ATTN: MICHAEL S. ETKIN AND S. JASON TEELE
(COUNSEL TO PNMR SERVICES COMPANY AND FIRST
CHOICE
POWER, LP)
65 LIVINGSTON AVENUE
ROSELAND, NJ 07068
FAX: 973-597-2400
EMAIL: metkin@lowenstein.com; steele@lowenstein.com

LOWENSTEIN SANDLER PC
ATTN: MICHAEL S. ETKIN, ESQ.
(COUNSEL TO RELIANT ENERGY SERVICES, INC. AND
RELIANT ENERGY POWER SUPPLY, LLC)
1251 AVENUE OF THE AMERICAS, 18TH FLOOR
NEW YORK, NY 10020
FAX: 212-262-7400
EMAIL: metkin@lowenstein.com

LOWENSTEIN SANDLER PC
ATTN: MICHAEL S. ETKIN AND S. JASON TEELE
(COUNSEL TO ENERGYCO, LLC AND ENERGYCO
MARKETING
AND TRADING)
1251 AVENUE OF THE AMERICAS, 18TH FLOOR
NEW YORK, NY 10022
FAX: 973-597-2400
EMAIL: metkin@lowenstein.com; steele@lowenstein.com

LOWENSTEIN SANDLER PC
ATTN: MICHAEL S. ATKIN AND S. JASON TEELE
(COUNSEL TO ENERGYCO, LLC AND ENERGYCO
MARKETING
AND TRADING)
65 LIVINGSTON AVENUE
ROSELAND, NJ 07068
FAX: 973-597-2400
EMAIL: metkin@lowenstein.com; steele@lowenstein.com

LOWENSTEIN SANDLER PC
ATTN: MICHAEL S. ETKIN AND TIMOTHY R. WHEELER
(COUNSEL TO BINDING COMPANY, INC.)
1251 AVENUE OF THE AMERICAS, 18TH FLOOR
NEW YORK, NY 10020
FAX: 212-262-7400
EMAIL: metkin@lowenstein.com; twheeler@lowenstein.com

LOWENSTEIN SANDLER PC
ATTN: JEFFREY PROL, ESQ.
(COUNSEL TO FUBON SECURITIES CO., FUBON
INSURANCE
INSURANCE CO., TAIPEI FUBON COMMERCIAL BANK
CO.)
65 LIVINGSTON AVENUE
ROSELAND, NJ 07068
FAX: 973-597-2400
EMAIL: jprol@lowenstein.com

LOWENSTEIN SNADLER PC
ATTN: MICHAEL S. ETKIN AND S. JASON LEE
(COUNSEL TO ALAMEDA CNTY, GOVT OF GUAM,
N.IRELAND
GOVT COMM, EDINGURGH COUNCIL & OPER. ENG. LCL
13)
65 LIVINGSTON AVENUE
ROSELAND, NJ 07068
FAX: 973-597-2400
EMAIL: metkin@lowenstein.com; steele@lowenstein.com

MARGOLIS EDELSTEIN
ATTN: JAMES E. HUGGETT, ESQ.
750 SHIPYARD DRIVE, SUITE 102
WILMINGTON, DE 19801
FAX: 302-888-1119
EMAIL: jhuggett@margolisedelstein.com

MAYER BROWN LLP
ATTN: FREDERICK D. HYMAN, ESQ., AMIT TREHAN, ESQ.
1675 BROADWAY
NEW YORK, NY 10019
FAX: 212-262-1910
EMAIL: fhyman@mayerbrown.com; atrehan@mayerbrown.com

MAYER BROWN LLP
ATTN: BRIAN TRUST, JEFFREY TOUGAS AND AMIT
TREHAN
1675 BROADWAY
NEW YORK, NY 10019
FAX: 212-262-1910
EMAIL: btrust@mayerbrown.com; jtougas@mayerbrown.com;
atrehan@mayerbrown.com

MAYER BROWN LLP
ATTN: BRIAN TRUST, FREDERICK D. HYMAN
JEFFREY G. TOUGAS, AMIT K. TRHAN
1675 BROADWAY
NEW YORK, NY 10019
FAX: 212-262-1910
EMAIL: btrust@mayerbrown.com; fhyman@mayerbrown.com;
jtougas@mayerbrown.com; atrehan@mayerbrown.com;

MAYER BROWN LLP
ATTN: ANTONIA GOLIANOPOULOS, ESQ.
(COUNSEL TO SP4 190 S. LASALLE, L.P.)
1675 BROADWAY
NEW YORK, NY 10019
FAX: 212-262-1910
EMAIL: agolianopoulos@mayerbrown.com

MAYER BROWN LLP
ATTN: THOMAS S KIRIAKOS AND MELISSA A MICKEY
(COUNSEL TO SP4 190 S. LASALLE, L.P.)
71 S. WACKER DRIVE
CHICAGO, IL 60606
FAX: 312-701-7711
EMAIL: tkiriakos@mayerbrown.com,
mmickey@mayerbrown.com

MAYER BROWN LLP
ATTN: FREDERICK D. HYMAN, JEFFREY G. TOUGAS
AMIT K. TREHAN
(COUNSEL TO NATIONAL BANK OF CANADA ET AL.)
1675 BROADWAY
NEW YORK, NY 10019
FAX: 212-262-1910
EMAIL:
btrust@mayerbrown.com;fhyman@mayerbrown.com;jtougas@ma
yerbrown.com;atrehan@mayerbrown.com

MAYNARD COOPER & GALE, PC
ATTN: JAYNA PARTAIN LAMAR
(COUNSEL TO REGIONS BANK)
1901 SIXTH AVENUE NORTH
2400 REGIONS/HARBERT PLAZA
BIRMINGHAM, AL 35203
FAX: 205-254-1999
EMAIL: jlamar@maynardcooper.com

MCBREEN & KOPKO
ATTN: KENNETH A. REYNOLDS, ESQ.
(COUNSEL TO EXECUTIVE FLITEWAYS, INC.)
500 NORTH BROADWAY, SUITE 129
JERICHO, NY 11753
FAX: 516-364-0612
EMAIL: KReynolds@mklawnyc.com

MCCALLA RAYMER, LLC
ATTN: MATTHEW DYER
(COUNSEL TO AMERICA'S SERVICING COMPANY)
1544 OLD ALABAMA ROAD
ROSWELL, GA 30076-2102
FAX: 866-761-0279
EMAIL: matthew.dyer@prommis.com

MCCARTER & ENGLISH, LLP
ATTN: EDUARDO J. GLAS, ESQ.
FOUR GATEWAY CENTER
100 MULBERRY STREET
NEWARK, NJ 07102-4096
FAX: 973-624-7070
EMAIL: eglas@mccarter.com

MCCARTER & ENGLISH, LLP
ATTN: KATHERINE L. MAYER, ESQ.
RENAISSANCE CENTRE
405 NORTH KING STREET
WILMINGTON, DE 19801
FAX: 302-984-6399
EMAIL: kmayer@mccarter.com

MCCARTER & ENGLISH, LLP
ATTN: WILLIAM F. TAYLOR, ESQ.
(COUNSEL TO LANDAMERICA FINANCIAL GROUP, INC.)
405 NORTH KING STREET
RENAISSANCE CENTER, 8TH FLOOR
WILMINGTON, DE 19801
FAX: 302-984-6399
EMAIL: wtaylor@mccarter.com

MCGUIREWOODS LLP
ATTN: PATRICK L. HAYDEN AND SHAWN R. FOX
1345 AVENUE OF THE AMERICAS, 7TH FLOOR
NEW YORK, NY 10105
FAX: 212-548-2150
EMAIL: phayden@mcguiirewoods.com; sfox@mcguiirewoods.com

MCGUIREWOODS LLP
ATTN: DION W. HAYES
ONE JAMES CENTER
901 EAST CARY STREET
RICHMOND, VA 23219
FAX: 804-775-1061
EMAIL: dhayes@mcguirewoods.com

MCGUIREWOODS LLP
ATTN: DAVID I. SWAN AND KENNETH M. MISKEN
(COUNSEL TO SPRINT NEXTEL CORP, SPRINT
SOLUTIONS)
1750 TYSONS BLVD., SUITE 1800
MC LEAN, VA 22102
FAX: 703-712-5050
EMAIL: dswan@mcguirewoods.com;
kmisken@mcguirewoods.com

MEYER SUOZZI ENGLISH & KLEIN
ATTN: THOMAS R. SLOME, ESQ.
(COUNSEL TO DRESDNER KLEINWORT GROUP
HOLDINGS LLC)
900 STEWART AVENUE, SUITE 300 PO BOX 9194
GARDEN CITY, NY 11530
EMAIL: tslome@msek.com

MEYER, SUOZZI, ENGLISH & KLEIN, P.C.
ATTN: ALAN E. MARDER AND JIL MAZER-MARINO
(COUNSEL TO CONSTELLATION PLACE, ADV.
PORTFOLIO,
SUNGUARD, ET AL., INF. SRVS, WALL ST CONCEPTS)
990 STEWART AVENUE, SUITE 300
GARDEN CITY, NY 11530
FAX: 516-741-6706
EMAIL: amarder@msek.com; jmazermarino@msek.com

MICHAEL A. COX, ATTORNEY GENERAL
ATTN: JUANDISHA HARRIS, ASSISTANT ATTORNEY
GENERAL
(COUNSEL TO STATE OF MICHIGAN, DEPT. OF
TREASURY)
CADILLAC PLACE, STE. 10-200
3030 W. GRAND BLVD.
DETROIT, MI 48202
EMAIL: harrisjm@michigan.gov

MICHAEL C. FREGE
IN SEINER EIGENSCHAFT ALS INSOLVENZVERWALTER
UBER
DAS VERMOGEN DER LEHMAN BROTHERS BANKHAUS
AKTIENGESELLSCHAFT
BARCKHAUSSTR. 12-16
60325 FRANKFURT AM MAIN
FAX: +49 (0) 69/7 17 01 - 40410
EMAIL: michael.frege@cms-hs.com

MISSOURI DEPARTMENT OF REVENUE, BANKRUPTCY
UNIT
ATTN: STEVEN A. GINTHER
P.O. BOX 475
JEFFERSON CITY, MO 65105-0475
FAX: 573-751-7232
EMAIL: sdnyecf@dor.mo.gov, steve.ginther@dor.mo.gov

MOORE & VAN ALLEN PLLC
ATTN: DAVID B. WHEELER, ESQ.
(COUNSEL TO PUBLIC SERVICE OF NORTH CAROLINA)
40 CALHOUN STREET, SUITE 300
POST OFFICE BOX 22828
CHARLESTON, SC 29413-2828
FAX: 843-579-8727
EMAIL: davidwheeler@mvalaw.com

MORGAN, LEWIS & BOCKLIUS LLP
ATTN: NEIL E. HERMAN, ESQ.
(COUNSEL TO COGNIZANT TECHNOLOGY SOLUTIONS)
101 PARK AVENUE
NEW YORK, NY 10178-0600
FAX: 212-309-6001
EMAIL: Nherman@morganlewis.com

MORI HAMADA & MATSUMOTO
ATTN: KEN MIURA, ESQ.
(COUNSEL TO NIPPON LIFE INSURANCE COMPANY)
MARUNOUCHI KITAGUCHI BUILDING
1-6-5 MARUNOUCHI, CHIYODA-KU
TOKYO 100-8222,
FAX: +81 3 6212 8216
EMAIL: nissay_10259-0154@mhmjapan.com

MORITT HOCK HAMROFF & HOROWITZ LLP
ATTN: LESLIE A. BERKOFF
(COUNSEL TO THE HOTCHKISS SCHOOL)
400 GARDEN CITY
GARDEN CITY, NY 11530
EMAIL: lberkoff@moritthock.com

MORRISON & FOERSTER LLP
ATTN: JORDAN A. WISHNEW AND LORENZO MARINUZZI
(COUNSEL TO THE CHUO MITSUI TRUST AND BANKING
CO.)
1290 AVENUE OF THE AMERICAS
NEW YORK, NY 10104
FAX: 212-468-7900
EMAIL: jwishnew@mofo.com, lmarinuzzi@mofo.com

MORRISON & FOERSTER LLP
ATTN: JOHN A. PINTARELLI AND LORENZO MARINUZZI
(COUNSEL TO BROOKFIELD PROPERTIES ONE WFC CO.
LLC)
1290 AVENUE OF THE AMERICAS
NEW YORK, NY 10104
FAX: 212-468-7900
EMAIL: jpintarelli@mofo.com, lmarinuzzi@mofo.com

MORRISON & FOERSTER LLP
ATTN: LORENZO MARINUZZI, ESQ. AND GARY LEE, ESQ.
(COUNSEL TO NIPPON LIFE INSURANCE COMPANY)
1290 AVENUE OF THE AMERICAS
NEW YORK, NY 10104
FAX: 212-468-7900
EMAIL: lmarinuzzi@mofo.com; glee@mofo.com

MORRISON & FOERSTER LLP
ATTN: TSUGUMICHI WATANABE, ESQ.
SHIN-MARUNOUCHI BUILDING, 29TH FLOOR
5-1, MARUNOUCHI 1 -CHOME
CHIYODA-KU
TOKYO, 100-6529
FAX: +81 3 3214 6512
EMAIL: twatanabe@mofo.com

MORRISON & FOERSTER LLP
ATTN: KAREN OSTAD, ESQ. AND TODD M. GOREN, ESQ.
(COUNSEL TO CB RICHARD ELLIS, INC.)
1290 AVENUE OF THE AMERICAS
NEW YORK, NY 10104
FAX: 212-468-7900
EMAIL: KOstad@mofo.com; TGoren@mofo.com

MORRISON & FOERSTER LLP
ATTN: GARY S. LEE, ESQ. AND JOHN A. PINTARELLI, ESQ.
(COUNSEL TO FONDIARIA, BIM, VITA, ASSICURAZIONI,
MILANO, POPOLARE, BANCA SAI, SYSTEMA AND
NOVARA)
1290 AVENUE OF THE AMERICAS
NEW YORK, NY 10104
FAX: 212-468-7900
EMAIL: GLee@mofo.com; JPintarelli@mofo.com

MORRISON & FOERSTER LLP
ATTN: LARREN M. NASHESKY
(COUNSEL TO PACIFIC COAST CAP. PARTNERS, LLC,
MITSUBISHI UGJ SEC CO., ING REAL ESTATE FINANCE)
1290 AVENUE OF THE AMERICAS
NEW YORK, NY 10104
FAX: 212-468-7900
EMAIL: lnashesky@mofo.com

MORRISON & FOERSTER, LLP
ATTN: BRETT H. MILLER, ESQ.
(COUNSEL TO OVERSEA-CHINESE BANKING CORP, INF
GRP
OF TAIWAN FIN INST, FONDO LATINO AND AB BANKAS)
1290 AVENUE OF THE AMERICAS
NEW YORK, NY 10104
FAX: 212-468-7900
EMAIL: BMiller@mofo.com

MORRISON COHEN LLP
ATTN: MICHAEL R. DAL LAGO, ESQ.
(COUNSEL TO CARMIGNAC GESTION)
909 THIRD AVENUE
NEW YORK, NY 10022
FAX: 212-735-8708
EMAIL: bankruptcy@morrissoncohen.com

MUNSCH HARDT KOPF & HARR, P.C.
ATTN: RUSSELL L. MUNSCH
(COUNSEL FOR THE AD HOC COMMITTEE OF
BONDHOLDERS)
ONE AMERICAN CENTER
600 CONGRESS AVENUE, SUITE 2900
AUSTIN, TX 78701-3057
FAX: (512) 391-6149
EMAIL: rmunsch@munsch.com

MUNSCH HARDT KOPF & HARR, P.C.
ATTN: KEVIN M. LIPPMAN
(COUNSEL FOR THE AD HOC COMMITTEE OF
BONDHOLDERS)
3800 LINCOLN PLAZA
500 NORTH AKARD STREET
DALLAS, TX 75201-6659
FAX: (214) 978-4335
EMAIL: Klippman@munsch.com

NAGASHIMA OHNO & TSUNEMATSU
ATTN: MASAKI KONISHI, ESQ.
(COUNSEL TO THE CHUO MITSUI TRUST AND BANKING
CO.)
KIOICHO BUILDING 3-12, KIOICHO
CHIYODA-KU
TOKYO 102-0094,
FAX: 81-3-5213-2268
EMAIL: masaki_konishi@noandt.com

NATIONWIDE FUND ADVISORS
ATTN: ERIC E. MILLER, ESQ.
SVP/GENERAL COUNSEL
1200 RIVER ROAD - SUITE 1000
CONSHOHOCKEN, PA 19428
FAX: 484-530-1323
EMAIL: Millee12@nationwide.com

NEWEDGE USA, LLC
ATTN: SUSAN M. SCHULTZ, GROUP DEPUTY GENERAL
COUNSEL, NEWEDGE
550 WEST JACKSON BLVD, SUITE 500
CHICAGO, IL 60661
FAX: 312-762-1175
EMAIL: susan.schultz@newedgegroup.com

NIXON PEABODY LLP
ATTN: DENNIS J. DREBSKY
(COUNSEL TO COUNTY OF SAN MATEO AND MONTEREY)
437 MADISON AVENUE
NEW YORK, NY 10022
FAX: 212-940-3111
EMAIL: ddrebsky@nixonpeabody.com

NIXON PEABODY, LLP
ATTN: AMANDA DARWIN
(COUNSEL TO DEUTSCHE BANK TRUST CO. AMERICAS)
100 SUMMER STREET
BOSTON, MA 02110
FAX: 617-345-1300
EMAIL: adarwin@nixonpeabody.com

NIXON PEABODY, LLP
ATTN: CHRISTOPHER M. DESIDERIO
(COUNSEL TO DEUTSCHE BANK TRUST COMPANY
AMERICAS)
437 MADISON AVENUE
NEW YORK, NY 10022
FAX: 212-940-3111
EMAIL: cdesiderio@nixonpeabody.com

NIXON PEABODY, LLP
ATTN: MARK N. BERMAN
(COUNSEL TO THE METROPOLITAN TRANSIT
AUTHORITY)
100 SUMMER STREET
BOSTON, MA 02110
FAX: 866-382-5868
EMAIL: mberman@nixonpeabody.com

NIXON PEABODY, LLP
ATTN: VICTOR G. MILIONE
(COUNSEL TO BRYANT UNIVERSITY)
100 SUMMER STREET
BOSTON, MA 02110
FAX: 212-940-3111
EMAIL: vmilione@nixonpeabody.com

NOMURA HOLDING AMERICA, INC
ATTN: PENNY TEHRANI
TWO WORLD FINANCIAL CENTER
BUILDING B, 22ND FLOOR
NEW YORK, NY 10281
FAX: 646-587-9505
EMAIL: bankruptcymatters@us.nomura.com

NORMANDY HILL CAPITAL LP
ATTN: MATTHEW A. CANTOR, ESQ.
(COUNSEL TO NORMANDY HILL CAPITAL, LP)
150 EAST 52ND STREET, 10TH FLOOR
NEW YORK, NY 10022
FAX: 212-616-2101
EMAIL: info2@normandyhill.com

OCH-ZIFF
ATTN: KEN RUBIN
9 W 57TH STREET, 39TH FLOOR
NEW YORK, NY 10019
EMAIL: krubin@ozcap.com

OFFICE OF THE MINNESOTA ATTORNEY GENERAL
ATTN: JEREMY D. EIDEN, ESQ.
(COUNSEL TO MINNESOTA STATE BOARD OF
INVESTMENT)
445 MINNESOTA STREET, SUITE 900
SAINT PAUL, MN 55101-2127
FAX: 651-297-8265
EMAIL: jeremy.eiden@state.mn.us

OFFICE OF THRIFT SUPERVISION
ATTN: DIRK S. ROBERTS
(DEPUTY CHIEF COUNSEL, LITIGATION)
1700 G STREET, N.W.
WASHINGTON, DC 20552
FAX: 202-906-6353
EMAIL: dirk.roberts@ots.treas.gov

OFFICE OF THRIFT SUPERVISION, NORTHEAST REGION
ATTN: MARTIN JEFFERSON DAVIS
(SENIOR TRIAL ATTORNEY)
HARBORSIDE FINANCIAL CENTER PLAZA FIVE
JERSEY CITY, NJ 07311
FAX: 201-413-5863
EMAIL: martin.davis@ots.treas.gov

OPPENHEIMERFUNDS, INC.
CHIEF COMPLIANCE OFFICER
6803 SOUTH TUCSON WAY
ENGLEWOOD, CO 80112-3924
EMAIL: akantesaria@oppenheimerfunds.com

OPPENHEIMERFUNDS, INC.
2 WORLD FINANCIAL CENTER
225 LIBERTY STREET, 16TH FL
NEW YORK, NY 10281-1008
EMAIL: akantesaria@oppenheimerfunds.com

ORRICK HERRINGTON & SUTCLIFFE LLP
ATTN: RANIERO D'AVERSA AND COURTNEY M. ROGERS
(COUNSEL TO TELECOM ITALIA CAPITAL S.A.)
666 FIFTH AVENUE
NEW YORK, NY 10103-0001
FAX: 212-506-5151
EMAIL: rdaversa@orrick.com; crogers@orrick.com

ORRICK HERRINGTON & SUTCLIFFE LLP
ATTN: RANIERO D'AVERSA, JR., WESTON T. EGUCHI AND
COURTNEY M. ROGERS
(COUNSEL TO THE BANK OF NOVA SCOTIA)
666 FIFTH AVENUE
NEW YORK, NY 10103-0001
FAX: 212-506-5151
EMAIL: rdaversa@orrick.com; weguchi@orrick.com;
crogers@orrick.com

ORRICK HERRINGTON & SUTCLIFFE LLP
ATTN: JONATHAN P. GUY, ESQ.
(COUNSEL TO THE BANK OF NOVA SCOTIA)
1152 15TH STREET, NW
WASHINGTON, DC 20005-1706
FAX: 202-339-8500
EMAIL: jguy@orrick.com

ORRICK, HARRINGTON & SUTCLIFFE LLP
ATTN: JONATHAN P. GUY, KATHLEEN A. ORR AND
DEBRA L. FELDER
(COUNSEL TO CALIFORNIA IND. SYSTEMS OPERATOR
CORP)
1152 15TH STREET, N.W.
WASHINGTON, DC 20005-1706
FAX: 202-339-8500
EMAIL: jguy@orrick.com; korr@orrick.com; dfelder@orrick.com

ORRICK, HERRINGTON & SUTCLIFFE LLP
ATTN: ROGER FRANKEL, RICHARD H. WYRON,
JONATHAN P.
GUY AND DEBRA L. FELDER
(COUNSEL TO RIZAL COMMERCIAL BANKING
CORPORATION)
1152 15TH STREET, N.W.
WASHINGTON, DC 20005-1706
FAX: 202-339-8500
EMAIL: rfrankel@orrick.com; rwyron@orrick.com;
jguy@orrick.com; dfelder@orrick.com

ORRICK, HERRINGTON & SUTCLIFFE LLP
ATTN: LORRAINE S. MCGOWEN, RANIERO D'AVERSA, JR.
AND COURTNEY M. ROGERS
(COUNSEL TO RIZAL COMMERCIAL BANKING
CORPORATION)
666 FIFTH AVENUE
NEW YORK, NY 10103-0001
FAX: 212-506-5151
EMAIL: lmcgowen@orrick.com; rdaversa@orrick.com;
crogers@orrick.com

OTTERBOURG, STEINDLER, HOUSTON & ROSEN, P.C.
ATTN: WILLIAM M. SILVERMAN AND PETER FELDMAN
(COUNSEL TO THE BANK OF TOKYO-MITSUBISHI UFJ,
LTD)
230 PARK AVENUE
NEW YORK, NY 10169-0075
FAX: 212-682-6104
EMAIL: wsilverm@oshr.com; pfeldman@oshr.com

PARKER POE ADAMS & BERNSTEIN LLP
ATTN: KIAH T. FORD IV
(COUNSEL TO DUKE ENERGY OHIO, INC.)
THREE WACHOVIA CENTER
401 S. TRYON STREET, SUITE 3000
CHARLOTTE, NC 28202
EMAIL: chipford@parkerpoe.com

PATTERSON BELKNAP WEBB & TYLER LLP
ATTN: DAVID W. DYKHOUSE AND BRIAN P. GUINEY
(COUNSEL TO ASBURY ATLANTIC AND ASBURY-
SOLOMONS)
1133 AVENUE OF THE AMERICAS
NEW YORK, NY 10036-6710
FAX: 212-336-2222
EMAIL: dwdykhous@pbwt.com; bguiney@pbwt.com

PAUL HASTINGS JANOFISKY & WALKER LLP
ATTN: HARVEY A. STRICKON (HS5210)
75 EAST 55TH STREET
NEW YORK, NY 10022-3205
FAX: 212-230-7689
EMAIL: harveystrickon@paulhastings.com

PAUL, HASTINGS, JANOFISKY & WALKER LLP
ATTN: THOMAS L. KENT AND LAWRENCE MITTMAN
(COUNSEL TO 605 THIRD AVENUE FEE LLC)
75 EAST 55TH STREET
NEW YORK, NY 10022
EMAIL: thomaskent@paulhastings.com

PAUL, WEISS, RIFKIND, WHARTON & GARRISON LLP
ATTN: STEPHEN J. SHIMSHAK, DOUGLAS R. DAVIS AND
CLAUDIA L. HAMMERMAN
(COUNSEL TO CITIGROUP, INC.)
1285 AVENUE OF THE AMERICAS
NEW YORK, NY 10019-6064
FAX: 212-757-3990
EMAIL: sshimshak@paulweiss.com; ddavis@paulweiss.com;
chammerman@paulweiss.com

PEITZMAN, WEG & KEMPINSKY LLP
ATTN: HOWARD J. WEG AND DEVID B. SHEMANO
(COUNSEL TO AVISTA CORP., CASCADE INVESTEMENT
LLC,
AND POWEREX CORP.)
10100 SANTA MONICA BLVD., SUITE 1450
FAX: 310-552-3101
EMAIL: hweg@pwkllp.com; dshemano@pwkllp.com

PENSION BENEFIT GUARANTY CORPORATION
ATTN: STEPANIE THOMAS, ASST. CHIEF COUNSEL
SARA B. EAGLE, COLIN B. ALBAUGH
OFFICE OF THE CHIEF COUNSEL
1200 K STREET, N.W.
WASHINGTON, DC 20005
FAX: 202-326-4112
EMAIL: albaugh.colin@pbgc.gov; eagle.sara@pbgc.gov;
efile@pbgc.gov

PEPPER HAMILTON LLP
ATTN: KAY STANDRIDGE KRESS
DEBORAH KOVSKY-APAP
100 RENAISSANCE CENTER, SUITE 3600
DETROIT, MI 48243
FAX: 312-259-7926
EMAIL: kressk@pepperlaw.com; kovskyd@pepperlaw.com

PEPPER HAMILTON LLP
ATTN: AUDREY D. WISOTSKY, ESQ.
301 CARNEGIE CENTER, SUITE 400
PRINCETON, NJ 08543-5276
FAX: 609-452-1147
EMAIL: wisotska@pepperlaw.com

PERDUE, BRANDON, FIELDER, COLLINS & MOTT, LLP
ATTN: ELIZABETH BANDA
P.O. BOX 13430
ARLINGTON, TX 76094-0430
FAX: 817-860-6509
EMAIL: arlbank@pbfcm.com

PILLSBURY WINTHROP SHAW PITTMAN LLP
ATTN: DAVID A. CRICHLAW, ESQ.
(COUNSEL TO UNION BANK OF CALIFORNIA, N.A.)
1540 BROADWAY
NEW YORK, NY 10036-4039
FAX: 212-858-1500
EMAIL: david.crichlow@pillsburylaw.com

PILLSBURY WINTHROP SHAW PITTMAN LLP
ATTN: WILLIAM B. FREEMAN AND MARK D. HOULE
(COUNSEL TO UNITED BANK OF CALIFORNIA, N.A.)
725 SOUTH FIGUEROA STREET, SUITE 2800
LOS ANGELES, CA 90017-5443
FAX: 213-629-1033
EMAIL: bill.freeman@pillsburylaw.com;
mark.houle@pillsburylaw.com

PILLSBURY WINTHROP SHAW PITTMAN LLP
ATTN: PATRICK J. POTTER
(COUNSEL TO PYRRHULOXIA, LP)
2300 N. STREET, NW
WASHINGTON, DC 20037
FAX: 202-663-8007
EMAIL: patrick.potter@pillsburylaw.com

PLATZER SWERGOLD KARLIN LEVINE GOLDBERG &
JASLOW
ATTN: SYDNEY G. PLATZER
1065 AVENUE OF THE AMERICAS, 18TH FLOOR
NEW YORK, NY 10018
FAX: 212-593-0353
EMAIL: splatzer@platzerlaw.com

POLSINELLI SHALTON FLANIGAN SUELTHAUS PC
ATTN: DANIEL J. FLANIGAN
(COUNSEL TO EHMD, LLC)
700 W. 47TH STREET, SUITE 1000
KANSAS CITY, MO 64112
FAX: 816-753-1536
EMAIL: dflanigan@polsinelli.com

POLSINELLI SHALTON FLANIGAN SUELTHAUS PC
ATTN: JAMES E BIRD
(COUNSEL TO BATS HOLDINGS, INC.)
700 W. 47TH STREET, SUITE 1000
KANSAS CITY, MO 64112
EMAIL: jbird@polsinelli.com

POLSINELLI SHALTON FLANIGAN SUELTHAUS PC
ATTN: CHRISTOPHER A WARD
(COUNSEL TO BATS HOLDINGS, INC.)
222 DELAWARE AVENUE, SUITE 1101
WILMINGTON, DE 19801
FAX: 302-252-0921
EMAIL: cward@polsinelli.com

PORZIO, BROMBERG & NEWMAN, P.C.
ATTN: JOHN S. MAIRO AND TERI JANE FREEDMAN
(COUNSEL TO ALIANT BANK)
100 SOUTHGATE PARKWAY
MORRISTOWN, NJ 07962-1997
FAX: 973-538-5146
EMAIL: jsmairo@pbnlaw.com; tjfreedman@pbnlaw.com

POST & SCHELL, P.C.
ATTN: BRIAN W. BISIGNANI, ESQ.
(COUNSEL TO AON CONSULTING)
17 NORTH 2ND STREET, 12TH FLOOR
HARRISBURG, PA 17101-1601
FAX: 717-731-1985
EMAIL: bbisignani@postschell.com

POST, POLAK, GOODSSELL, MACNEILL & STRAUCHLER,
P.A.
ATTN: FREDERICK B. POLAK AND LAURA M. LOGIUDICE
(COUNSEL TO DUKE CORPORATE EDUCATION)
575 MADISON AVENUE
NEW YORK, NY 10022
FAX: 973-994-1705
EMAIL: fbp@ppgms.com; lml@ppgms.com

PROFUNDS ADVISORS LLC
ATTN: BARRY PERSHKOW
7501 WISCONSIN AVENUE
SUITE 1000
BETHESDA, MD 20814
EMAIL: bpershkow@profunfs.com

PRYOR CASHMAN LLP
ATTN: ROBERT M. FLEISCHER & MARK R. JACOBS
(COUNSEL TO CD REPRESENTATIVE)
410 PARK AVENUE
NEW YORK, NY 10022
FAX: 212-798-6352
EMAIL: rfleischer@pryorcashman.com;
mjacobs@pryorcashman.com

PRYOR CASHMAN LLP
ATTN: ROBERT FLEISCHER, MARK JACOBS AND DAVID
ROSE
(COUNSEL TO WSG DEVELOPMENT CO.)
410 PARK AVENUE
NEW YORK, NY 10022
FAX: 212-798-6352
EMAIL: rfleischer@pryorcashman.com,
mjacobs@pryorcashman.com, drose@pryorcashman.com

PURSUIT PARTNERS
ATTN: LISA ROBERTS
333 LUDLOW STREET, NORTH TOWER, 4TH FLOOR
STAMFORD, CT 06902
FAX: 203-961-0039
EMAIL: shumaker@pursuitpartners.com

QUINN EMANUEL URQUHART OLIVER & HEDGES, LLP
ATTN: SUSHEEL KIRPALANI, JAMES C. TECCE AND
SCOTT C. SHELLEY
51 MADISON AVE, 22ND FLOOR
NEW YORK, NY 10010
FAX: 212-849-7100
EMAIL:
susheelkirpalani@quinnemanuel.com; jamestecce@quinnemanuel.c
om; scottshelley@quinnemanuel.com

RABINOWITZ LUBETKIN & TULLY, LLC
ATTN: JONATHAN I. RABINOWITZ AND BARRY J. ROY
(COUNSEL TO SOMERSET PROPERTIES SPE, LLC)
293 EISENHOWER PARKWAY SUITE 100
LIVINGSTON, NJ 07039
FAX: 973-597-9119
EMAIL: jrabinowitz@rltlawfirm.com; broy@rltlawfirm.com

REED SMITH LLP
ATTN: PAUL A. RACHMUTH, ESQ.
599 LEXINGTON AVENUE
NEW YORK, NY 10022
FAX: 212-521-5450
EMAIL: prachmuth@reedsmith.com

REED SMITH LLP
ATTN: KURT F. GWYNNE, J. CORY FALGOWSKI
1201 N. MARKET STREET, SUITE 1500
WILMINGTON, DE 19801
FAX: 302-778-7575
EMAIL: kgwynne@reedsmith.com; jfalgowski@reedsmith.com

REED SMITH LLP
ATTN: LUMA AL-SHIBIB
599 LEXINGTON AVENUE, 30TH FLOOR
NEW YORK, NY 10022
FAX: 212-521-5450
EMAIL: lalshibib@reedsmith.com

REED SMITH LLP
ATTN: ERIC A. SCHAFER, ESQ.
(COUNSEL TO BNY CORPORATE TRUSTEE SERVICES LTD.)
435 SIXTH AVENUE
PITTSBURGH, PA 15219
FAX: 412-288-3063
EMAIL: eschaffer@reedsmith.com

REED SMITH LLP
ATTN: MICHAEL J. VENDITTO
(COUNSEL TO BNY CORPORATE TRUSTEE SERVICES LTD.)
599 LEXINGTON AVE.
NEW YORK, NY 10022
FAX: 212-521-5450
EMAIL: mvenditto@reedsmith.com

RIDDELL WILLIAMS P.S.
ATTN: JOSPEH E. SHICKICH
1001 4TH AVENUE SUITE 4500
SEATTLE, WA 98154-1192
FAX: 206-389-1708
EMAIL: jshickich@riddellwilliams.com

RIEMER & BRAUNSTEIN LLP
ATTN: GUY MOSS, ALAN BRAUNSTEIN AND ALEXANDER RHEAUME
(COUNSEL TO SALEM FIVE CENTS SAVINGS BANK)
THREE CENTER PLAZA
BOSTON, MA 02108
FAX: 617-692-3466
EMAIL: gmoss@riemerlaw.com; abraunstein@riemerlaw.com; arheaume@riemerlaw.com

RUSSELL INVESTMENTS
ATTN: ELIOT COHEN
909 A STREET
TACOMA, WA 98402-5120
FAX: 253-439-3284
EMAIL: ecohen@russell.com

RUSSELL R. JOHNSON III
(COUNSEL TO DUKE ENERGY OHIO, INC.)
2258 WHEATLANDS DRIVE
MANAKIN SABOT, VA 23103
FAX: 804-749-8862
EMAIL: Russj4478@aol.com

RUSSIN VECCHI BERG & BERNSTEIN LLP
ATTN: J. FRED BERG JR, ESQ.
(COUNSEL TO DRESDNER KLEINWORT GROUP
HOLDINGS LLC)
380 LEXINGTON AVENUE, SUITE 1518
NEW YORK, NY 10168
FAX: 212-202-4930
EMAIL: fred.berg@rvblaw.com

SAINT JOSEPH'S UNIVERSITY
OFFICE OF THE GENERAL COUNSEL
ATTN: MARIANNE SCHIMELFENIQ, ESQ.
(COUNSEL TO SAINT JOSEPH'S UNIVERSITY)
5600 CITY AVENUE
PHILADELPHIA, PA 19131-1395
FAX: 610-660-3142
EMAIL: mschimmel@sju.edu

SALANS
ATTN: CLAUDE D. MONTGOMERY & LEE P. WHIDDEN
(COUNSEL TO SVENSKA, SWEDBANK, ARAB BANK,
BANK
PEKAO, GL TRADE, BNY, EZE CASTLE & LIQUIDPOINT)
620 FIFTH AVENUE
NEW YORK, NY 10020
FAX: 212-632-5555
EMAIL: cmontgomery@salans.com;lwhidden@salans.com

SATTERLEE STEPHENS BURKE & BURKE LLP
ATTN: CHRISTOPHER BELMONTE, PAMELA BOSSWICK
TIMOTHY T. BROCK, & ABIGAIL SNOW
(COUNSEL TO MOODY'S INVESTORS SERVICE & IBM)
230 PARK AVENUE
NEW YORK, NY 10169
FAX: 212-818-9606
EMAIL:
cbelmonte@ssbb.com;tbrock@ssbb.com;pbosswick@ssbb.com;as
now@ssbb.com

SAUL EWING LLP
ATTN: ADAM H. ISENBERG, ESQ.
(COUNSEL TO THE PENN CONVENTION CENTER
AUTHORITY)
CENTRE SQUARE WEST
1500 MARKET STREET, 38TH FLOOR
PHILADELPHIA, PA 19102
FAX: 215-972-1853
EMAIL: aisenberg@saul.com

SCHIFFRIN BARROWAY TOPAZ & KESSLER, LLP
ATTN: JOHN A. KEHOE AND BENJAMIN J. HINERFELD
(COUNSEL TO ALAMEDA CNTY, GOVT OF GUAM,
N.IRELAND
GOVT COMM, EDINBURGH COUNCIL & OPER. ENG. LCL
13)
280 KING OF PRUSSIA ROAD
WAYNE, PA 19087
FAX: 610-667-7056
EMAIL: jkehoe@sbtclaw.com; bhinerfeld@sbtclaw.com

SEWARD & KISSEL LLP
ATTN: RONALD L. COHEN, ESQ.
(COUNSEL TO THE SUMITOMO TRUST & BANKING CO.,
LTD)
ONE BATTERY PARK PLAZA
NEW YORK, NY 10004
FAX: 212-480-8421
EMAIL: cohenr@sewkis.com

SEWARD & KISSEL LLP
ATTN: JOHN R. ASHMEAD, ESQ.
(COUNSEL TO GLOBAL, PANTON, CFIP, CURA,
TURNBERRY,
INVESTCORP ET AL, DIAMOND NOTCH AND TANG
CAPITAL)
ONE BATTERY PARK PLAZA
NEW YORK, NY 10004
FAX: 212-480-8421
EMAIL: ashmead@sewkis.com

SHEAK & KORZUN, P.C.
ATTN: TIMOTHY J. KORZUN, ESQ.
(COUNSEL TO VOLLERS EXCAVATING &
CONSTRUCTION, INC)
1 WASHINGTON CROSSING ROAD
PENNINGTON, NJ 08534
FAX: 609-737-6808
EMAIL: sheakkorzun@comcast.net

SHEARMAN & STERLING LLP
ATTN: FREDRIC SOSNICK, ESQ., JAMES L. GARRITY, ESQ
AND NED S. SCHODEK, ESQ.
(COUNSEL TO BANK OF AMERICA, N.A.)
599 LEXINGTON AVENUE
NEW YORK, NY 10022
FAX: 212-848-7179
EMAIL: fsosnick@shearman.com; jgarrity@shearman.com;
ned.schodek@shearman.com

SHELL ENERGY NORTH AMERICA (US), L.P.
ATTN: ANN REYNAUD
909 FANNIN, PLAZA LEVEL 1
HOUSTON, TX 77010
FAX: 713-767-5699
EMAIL: ann.reynaud@shell.com

SHELL TRADING (US) COMPANY
ATTN: JENNIFER GORE
910 FANNIN, PLAZA LEVEL 1
HOUSTON, TX 77010
FAX: 713-265-3070
EMAIL: jennifer.gore@shell.com

SHENWICK & ASSOCIATES
ATTN: JAMES H. SHENWICK, ESQ.
655 THIRD AVENUE, 20TH FLOOR
20TH FLOOR
NEW YORK, NY 10017
FAX: 646-218-4600
EMAIL: jhs7@att.net

SHEPPARD MULLIN RICHTER & HAMPTON LLP
ATTN: CARREN SHULMAN & RUSSELL RIED ESQS
(COUNSEL FOR THE BANK OF NEW YORK MELLON)
30 ROCKEFELLER PLAZA 24TH FLOOR
NEW YORK, NY 10112
FAX: 212-332-3888
EMAIL: cshulman@sheppardmullin.com;
rreid@sheppardmullin.com

SHEPPARD MULLIN RICHTER & HAMPTON LLP
ATTN: MALANI J. CADEMARTORI, ESQ.
(COUNSEL TO NORTON GOLD FIELDS LIMITED)
30 ROCKEFELLER PLAZA, 24TH FLOOR
NEW YORK, NY 10112
FAX: 212-332-3888
EMAIL: mcademartori@sheppardmullin.com

SHIPMAN & GOODWIN LLP
ATTN: JULIE A. MANNING, ESQ.
(COUNSEL TO GARTNER, INC., GARTNER UK, COMPUTER
FINANCIAL CONSULTANTS, TANGOE AND OPEN
SOLUTIONS)
ONE CONSTITUTION PLAZA
HARTFORD, CT 06103-1919
FAX: 860-251-5218
EMAIL: bankruptcy@goodwin.com

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP
ATTN: SALLY MCDONALD HENRY
(COUNSEL TO REGION MARCHE, NASDAQ OMX,
CHICAGO
MERCANTILE EX. AND BLACKROCK FINANCIAL
MANAGEMENT)
NEW YORK, NY 10036
FAX: 212-735-2000
EMAIL: Sally.Henry@skadden.com

SQUIRE, SANDERS & DEMPSEY L.L.P.
ATTN: STEPHEN D. LERNER
(COUNSEL TO BROADRIDGE PROCESSING SOLUTIONS,
INC.)
221 E. FOURTH STREET, SUITE 2900
CINCINNATI, OH 45202
FAX: 513-361-1201
EMAIL: slerner@ssd.com

STAHL ZELLOE, P.C.
ATTN: RICHARD J. STAHL, ESQ.
(COUNSEL TO THE TAARP GROUP, LLP)
11350 RANDOM HILLS ROAD, SUITE 700
FAIRFAX, VA 22030
FAX: 703-691-4942
EMAIL: r.stahl@stahlzelloe.com

STAN MEHAFFEY
2043 N. MOHAWK STREET, 2S
CHICAGO, IL 60614
EMAIL: stan@smehaffey.com

STANDARD CHARTERED BANK
ATTN: MARC CHAIT
1 MADISON AVENUE, 3RD FLOOR
NEW YORK, NY 10010
FAX: 212-667-0797
EMAIL: Marc.Chait@standardchartered.com

STEIN & LUBIN LLP
ATTN: EUGENE CHANG
(COUNSEL TO OVERSTOCK.COM)
600 MONTGOMERY STREET, 14TH FLOOR
SAN FRANCISCO, CA 94111
FAX: 415-981-4343
EMAIL: echang@steinlubin.com

STEMPEL BENNETT CLAMAN & HOCHBERG, P.C.
ATTN: EDMOND P. O'BRIEN
(COUNSEL TO SLG 220 NEWS OWNER LLC)
675 THIRD AVENUE, 31ST FLOOR
NEW YORK, NY 10017
FAX: 212-681-4041
EMAIL: eobrien@sbchlaw.com

STEPTOE & JOHNSON LLP
ATTN: JOHN H. LOVI AND LARA E. ROMANSIC
(COUNSEL TO KOREA INVESTMENT & SECURITIES CO.,
LTD
AND TRUE FRIEND 4TH SECURITIZATION SPECIALTY
CO.)
750 SEVENTH AVENUE
NEW YORK, NY 10019
FAX: 212-506-3950
EMAIL: jlovi@steptoe.com; lromansic@steptoe.com

STEPTOE & JOHNSON LLP
ATTN: ROBBIN L. ITKIN AND KATHERINE C. PIPER
(COUNSEL TO KOREA INVESTMENT & SECURITIES CO.,
LTD
AND TRUE FRIEND 4TH SECURITIZATION SPECIALTY
CO.)
2121 AVENUE OF THE STARS, SUITE 2800
LOS ANGELES, CA 90067
FAX: 310-734-3300
EMAIL: ritkin@steptoe.com; kpiper@steptoe.com

STEVENS & LEE, P.C.
ATTN: CHESTER SALOMON AND CONSTANTINE
POURAKIS
485 MADISON AVE, 20TH FLOOR
NEW YORK, NY 10022
FAX: 212-319-8505
EMAIL: cs@stevenslee.com; cp@stevenslee.com

STEVENS & LEE, P.C.
ATTN: ALEC P. OSTROW AND CONSTANTINE D.
POURAKIS
(COUSEL TO ROYAL BANK OF AMERICA)
485 MADISON AVENUE, 20TH FLOOR
NEW YORK, NY 10022
FAX: 212-319-8505
EMAIL: apo@stevenslee.com; cp@stevenslee.com

STINSON MORRISON HECKER LLP
ATTN: DARRELL W. CLARK, ESQ.
(COUNSEL TO EXEGY INCORPORATED)
1150 18TH STREET, NW
SUITE 800
WASHINGTON, DC 20036
FAX: 202-785-9163
EMAIL: dclark@stinson.com

STRADLEY RONON STEVENS & YOUNG LLP
ATTN: PAUL PATTERSON, MICHAEL CORDONE, MARK
DORVAL
(COUNSEL TO FULTON BANK, ABERDEEN, NATIONWIDE
FUND
DELAWARE MGMT HOLDINGS, TEMPLETON GLOBAL,
FRANKLIN
LINCOLN NAT'L CORP AND LINCOLN VARIABLE INS.)
2600 ONE COMMERCE SQUARE
PHILADELPHIA, PA 19103-7098
FAX: 215-564-8120
EMAIL: ppatterson@stradley.com; mcordone@stradley.com;
mdorval@stradley.com

STRADLEY RONON STEVENS & YOUNG, LLP
ATTN: MICHAEL J. CORDONE, ESQ.
(COUNSEL TO SAINT JOSEPH'S UNIVERSITY)
2600 ONE COMMERCE SQUARE
PHILADELPHIA, PA 19103-7098
FAX: 215-564-8120
EMAIL: mcordone@stradley.com

STRADLEY RONON STEVENS & YOUNG, LLP
ATTN: PAUL A PATTERSON AND MICHAEL J. CORDONE
(COUNSEL TO AIM FUNDS AND AIM ADVISORS)
2600 ONE COMMERCE SQUARE
PHILADELPHIA, PA 19103-7098
FAX: 215-564-8120
EMAIL: ppatterson@stradley.com; mcordone@stradley.com

STREUSAND & LANDON LLP
ATTN: G. JAMES LANDON AND RICHARD D. VILLA
(COUNSEL TO VIGNETTE EUROPE LIMITED)
816 CONGRESS AVENUE, SUITE 1600
AUSTIN, TX 78701
FAX: 512-236-9904
EMAIL: Landon@StreusandLandon.com;
Villa@StreusandLandon.com

STREUSAND & LANDON LLP
ATTN: SABRINA L. STREUSAND, ESQ.
(COUNSEL TO DELL MARKETING, L.P.)
816 CONGRESS AVENUE, SUITE 1600
AUSTIN, TX 78701
FAX: 512-236-9904
EMAIL: Streusand@StreusandLandon.com

STROOCK & STROOCK & LAVAN LLP
ATTN: LAWRENCE M. HANDELSMAN AND DENISE K.
WILDES
(COUNSEL TO STAMFORD ASSOCIATES L.P.)
180 MAIDEN LANE
NEW YORK, NY 10038
FAX: 212-806-6006
EMAIL: lhandelsman@stroock.com; dwildes@stroock.com

STROOCK & STROOCK & LAVAN LLP
ATTN: HAROLD A. OLSEN
(COUNSEL TO MERCURIA ENERGY TRADING S.A. AND
MERCURIA ENERGY TRADING PTE LIMITED)
180 MAIDEN LANE
NEW YORK, NY 10038
FAX: 212-806-6006
EMAIL: holsen@stroock.com

STROOCK & STROOK & LAVAN LLP
ATTN: MARK A. SPEISER & SHERRY J. MILLMAN
180 MAIDEN LANE
NEW YORK, NY 10038
FAX: 212-806-6006
EMAIL: mspeiser@stroock.com; smillman@stroock.com

SULLIVAN & CROMWELL LLP
ATTN: ROBINSON B. LACE AND HYDEE R. FELDSTEIN
(COUNSEL TO BARCLAYS CAPITAL, INC.)
125 BROAD STREET
NEW YORK, NY 10004
FAX: 212-558-3588
EMAIL: lacyr@sullcrom.com, feldsteinh@sullcrom.com

SUTHERLAND ASBILL & BRENNAN LLP
ATTN: PAUL B. TURNER
(COUNSEL TO SHELL TRADING & SHELL ENERGY N.
AMER.)
TWO HOUSTON CENTER
919 FANNIN, SUITE 2200
HOUSTON, TX 77010
FAX: 713-654-1301
EMAIL: paul.turner@sutherland.com

SUTHERLAND ASBILL & BRENNAN LLP
ATTN: MARK D. SHERRILL
(COUNSEL TO SHELL TRADING, SHELL ENERGY, US
AGBANK
AGFIRST FARM CREDIT BANK, AGRIBANK AND
PROFUNDS)
1275 PENNSYLVANIA AVENUE, NW
WASHINGTON, DC 20004
FAX: 202-637-3593
EMAIL: mark.sherrill@sutherland.com

TENNESSEE DEPARTMENT OF REVENUE
C/O TN ATTORNEY GENERAL'S OFFICE, BANKRUPTCY
DIV.
PO BOX 20207
NASHVILLE, TN 37202-0207
FAX: 615-741-3334
EMAIL: agbanknewyork@ag.tn.gov; marvin.clements@ag.tn.gov

THE BANK OF NEW YORK MELLON
ATTN: RANJIT MATHER, ROBERT BAILEY
ONE WALL STREET, 11TH FLOOR
NEW YORK, NY 10286
FAX: 212-635-6590
EMAIL: ranjit.mather@bnymellon.com,
robert.bailey@bnymellon.com

THE BANK OF TOKYO-MITSUBISHI UFJ, LTD.
ATTN: MONIQUE L. MORREALE
1251 AVENUE OF THE AMERICAS
NEW YORK, NY 10020-1104
FAX: 212-782-6420
EMAIL: mmorreale@us.mufg.jp

THE CHUO MITSUI TRUST AND BANKING CO., LTD
33-1, SHIBA 3-CHOME
MINATO-KU
TOKYO 105-8574,
FAX: 81-3-5232-8879
EMAIL: akihiko_yagyu@chuomitsui.jp,
CMTB_LC11@chuomitsui.jp

THE SUMITOMO TRUST & BANKING CO., LTD
ATTN: MR. MASAYA YAMASHIRO, SENIOR MANAGER
GRANTOKYO, SOUTH TOWER
1-9-2, MARUNOUCHI, CHIYODA-KU
TOKYO 100-6611,
FAX: 03-6256-3079
EMAIL: yamashiro@sumitomotrust.co.jp

THE SUMITOMO TRUST & BANKING CO., LTD
ATTN: BRUCE A. ORTWINE, ESQ., GENERAL COUNSEL
527 MADISON AVENUE
NEW YORK, NY 10022
FAX: 212-418-4866
EMAIL: bruce.ortwine@sumitomotrust.co.jp

THE WILSON LAW FIRM PC
ATTN: L. MATT WILSON, ESQ.
(COUNSEL TO GREG GEORGAS & MARK GROCK)
950 EAST PACES FERRY ROAD
SUITE 3250 ATLANTA PLAZA
ATLANTA, GA 30326
FAX: 404-266-7459
EMAIL: efile@willaw.com

THOMPSON & KNIGHT LLP
ATTN: IRA L. HERMAN & DEMETRA L. LIGGINS
919 THIRD AVENUE, 39TH FLOOR
NEW YORK, NY 10022-3915
FAX: 212-751-3113
EMAIL: ira.herman@tklaw.com; demetra.liggins@tklaw.com

THOMPSON & KNIGHT LLP
ATTN: RHETT G. CAMPBELL
333 CLAY STREET, SUITE 3300
HOUSTON, TX 77002-4499
FAX: 832-397-8260
EMAIL: rhett.campbell@tklaw.com

THOMPSON & KNIGHT LLP
ATTN: RHETT G. CAMPBELL & MITCHELL E. AYER
(COUNSEL TO CHEVRON NATURAL GAS)
333 CLAY STREET, SUITE 3300
HOUSTON, TX 77002
FAX: 713-654-1799
EMAIL: rhett.campbell@tklaw.com; mitchell.ayer@tklaw.com

THOMPSON & KNIGHT LLP
ATTN: DAVID M. BENNETT
(COUNSEL TO CROSSROADS INVESTMENT ADVISERS, LP)
1722 ROUTH STREET
SUITE 1500
DALLAS, TX 75201-2533
FAX: 214-880-3293
EMAIL: david.bennett@tklaw.com

TISHMAN SPEYER PROPERTIES, LP
ATTN: MICHAEL BENNER, ANN MENARD, BRADLEY
TURK AND
NED BANNON, CORPORATE COUNSEL
45 ROCKEFELLER PLAZA
NEW YORK, NY 10111
FAX: 212-319-1745
EMAIL: amenard@tishmanspeyer.com;
mbenner@tishmanspeyer.com; bturk@tishmanspeyer.com;
nbannon@tishmanspeyer.com

TRAVELERS
NATIONAL ACCOUNTS
ATTN: OLGA PRESS, ACCOUNT RESOLUTION
1 TOWER SQUARE - 5MN
HARTFORD, CT 06183-4044
FAX: 860-277-2158
EMAIL: oipress@travelers.com

TROUTMAN SANDERS LLP
ATTN: HOLLACE T. COHEN & PAUL H. DEUTCH
(COUNSEL TO BANK OF CHINA, PT BANK NEGARA
INDONESIA
NEW SOUTH FED SAV BANK, RWE, AND ELECTRABEL)
405 LEXINGTON AVENUE
NEW YORK, NY 10174
FAX: 212-704-6288
EMAIL: hollace.cohen@troutmansanders.com;
paul.deutch@troutmansanders.com

TUCKER ARENSBURG, P.C.
ATTN: BEVERLY WEISS MANNE, BRADLEY S. TUPI AND
MICHAEL A. SHINER
(COUNSEL TO FEDERAL HOME LOAN BANK OF
PITTSBURGH)
1500 ONE PPG PLACE
PITTSBURGH, PA 15222
FAX: 412-594-5619
EMAIL: bmanne@tuckerlaw.com; btupi@tuckerlaw.com;
mshiner@tuckerlaw.com

TW TELECOM INC.
ATTN: LINDA BOYLE
10475 PARK MEADOWS DRIVE, #400
LITTLETON, CO 80124
FAX: 303-566-1010
EMAIL: linda.boyle@twtelecom.com

VEDDER PRICE P.C.
ATTN: DOUGLAS J. LIPKE, ESQ.
(COUNSEL TO NEWEDGE USA, LLC)
222 N. LASALLE STREET
CHICAGO, IL 60601-1003
FAX: 312-609-5005
EMAIL: dlipke@vedderprice.com

VEDDER PRICE P.C.
ATTN: ERIN ZAVALKOFF-BABEJ, ESQ.
(COUNSEL TO NEWEDGE USA, LLC)
1633 BROADWAY, 47TH FLOOR
NEW YORK, NY 10019
FAX: 212-407-7799
EMAIL: ezavalkoff-babej@vedderprice.com

VEDDER PRICE PC
ATTN: MICHAEL J. EDELMAN
1633 BROADWAY, 4TH FLOOR
NEW YORK, NY 10019
FAX: 212-407-7799
EMAIL: mjedelman@vedderprice.com

VINSON & ELKINS L.L.P.
ATTN: STEVEN M. ABRAMOWITZ
(COUNSEL TO GSEF AL NAWRAS (CAYMAN) LIMITED)
666 FIFTH AVENUE, 27TH FLOOR
NEW YORK, NY 10103
FAX: 212-237-0100
EMAIL: sabramowitz@velaw.com

VINSON & ELKINS L.L.P.
ATTN: JOHN E. WEST AND STEVEN M. ABRAMOWITZ
(COUNSEL TO CONTINENTAL AIRLINES, INC.)
1001 FANNIN STREET, SUITE 2500
HOUSTON, TX 77002-6760
FAX: 713-615-5841
EMAIL: jwest@velaw.com

VINSON & ELKINS LLP
ATTN: DOV KLEINER, ESQ.
(COUNSEL TO SHINSEI BANK LIMITED)
666 FIFTH AVENUE, 26TH FLOOR
NEW YORK, NY 10103
FAX: 212-237-0100
EMAIL: dkleiner@velaw.com

VINSON & ELKINS RLLP
ATTN: JEFFREY E. ELDREDGE
(COUNSEL TO GSEF AL NAWRAS (CAYMAN) LIMITED)
CITY POINT, 33RD FLOOR
ONE ROPEMAKED STREET
LONDON EC2Y 9UE,
FAX: +1.713.615.5675
EMAIL: jeldredge@velaw.com

WACHTELL, LIPTON, ROSEN & KATZ
ATTN: HAROLD S. NOVIKOFF, ESQ, RICHARD G.
MASON, ESQ
AND JOSHUA A. FELTMAN, ESQ
51 WEST 52ND STREET
NEW YORK, NY 10019-6150
FAX: 212-403-2000
EMAIL: hsnovikoff@wlrk.com; rgmason@wlrk.com;
jafeltman@wlrk.com

WACHTELL, LIPTON, ROSEN & KATZ
ATTN: AMY WOLF, ESQ.
(COUNSEL TO TISHMAN SPEYER PROPERTIES, LP)
51 WEST 52ND STREET
NEW YORK, NY 10019-6150
FAX: 212-403-2245
EMAIL: arwolf@wlrk.com

WHITE & CASE LLP
ATTN: PHILIP JOHN NICHOLS
(COUNSEL TO DNB NOR BANK ASA)
1155 AVENUE OF THE AMERICAS
NEW YORK, NY 10036-2787
FAX: 212-354-8113
EMAIL: pnichols@whitecase.com

WHITE & CASE LLP
ATTN: THOMAS E. MACWRIGHT JR. AND AILEEN VENES
WACHOVIA FINANCIAL CENTER
SUITE 4900
200 SOUTH BISCAYNE BLVD
MIAMI, FL 33131
FAX: 305-358-5744
EMAIL: tmacwright@whitecase.com; avenes@whitecase.com

WHITE & CASE LLP
ATTN: EVAN C. HOLLANDER, ESQ.
(COUNSEL TO TIGER ASIA FUND, L.P. AND TIGER ASIA
OVERSEAS FUND, LTD.)
1155 AVENUE OF THE AMERICAS
NEW YORK, NY 10036
FAX: 212-354-8113
EMAIL: ehollander@whitecase.com

WHITE & CASE LLP
ATTN: ABRAHAM L. ZYLBERBERG, DOUGLAS
BAUMSTEIN AND
RICHARD GRAHAM
1155 AVENUE OF THE AMERICAS
NEW YORK, NY 10036
FAX: 212-354-8113
EMAIL: ehollander@whitecase.com; azylberberg@whitecase.com;
dbaumstein@whitecase.com; rgraham@whitecase.com

WHITE & CASE LLP
ATTN: MICHAEL RUETZEL, ULF KREPPEL, KATARINA
STAHL
(COUNSEL TO GERMAN ASSOCIATION OF SAVINGS
BANKS)
BOCKENHEIMER LANDSTRASSE 20
60323 FRANKFURT AM MAIN
FAX: +49 69 29994 1444
EMAIL: mruetzel@whitecase.com;
ukreppel@whitecase.com; kstahl@whitecase.com

WIGGIN AND DANA LLP
ATTN: SHARYN B. ZUCH
(COUNSEL TO HOTCHKISS SCHOOL)
185 ASYLUM STREET
HARTFORD, CT 06103-3402
EMAIL: szuch@wiggin.com

WILLKIE FARR & GALLAGHER LLP
ATTN: MARC ABRAMS, SHELLEY CHAPMAN
BENITO ROMANO, JAMIE KETTEN
787 SEVENTH AVENUE
NEW YORK, NY 10019-6099
FAX: 212-728-8111
EMAIL: mabrams@willkie.com; schapman@willkie.com;
bromano@willkie.com; jketten@willkie.com

WILLKIE FARR & GALLAGHER LLP
ATTN: SHELLEY C. CHAPMAN & MARC ABRAMS
(COUNSEL TO GREEN TREE SERVICING INC.)
787 SEVENTH AVENUE
NEW YORK, NY 10019-6099
FAX: 212-728-8111
EMAIL: mabrams@willkie.com; schapman@willkie.com

WILLKIE FARR & GALLAGHER LLP
ATTN: ROGER NETZER, ESQ. AND DAN C. KOZUSKO, ESQ.
(COUNSEL TO FIR TREE VALUE MASTER FUND, L.P. AND
FIR TREE CAPITAL OPPORTUNITY MASTER FUND, L.P.)
787 SEVENTH AVENUE
NEW YORK, NY 10019-6099
FAX: 212-728-8111
EMAIL: rnetzer@willkie.com; dkozusko@willkie.com

WILLKIE FARR & GALLAGHER LLP
ATTN: MARC ABRAMS, ESQ.
(COUNSEL TO MARSHALL WACE LLP)
787 SEVENTH AVENUE
NEW YORK, NY 10019-6099
FAX: 212-728-8111
EMAIL: mabrams@willkie.com

WILMINGTON TRUST COMPANY
ATTN JAMES J MCGINLEY
520 MADISON AVE, 33RD FL
NEW YORK, NY 10022
FAX: 212-415-0513
EMAIL: jmcginley@wilmingtontrust.com

WILMINGTON TRUST FSB
50S 6TH ST STE 1290
MINNEAPOLIS, MN 554021544
FAX: 952-921-2175
EMAIL: Jbecker@wilmingtontrust.com

WINSTON & STRAWN LLP
ATTN: CAREY D. SCHREIBER
(COUNSEL TO CAPGEMINI FINANCIAL SERVICES USA,
INC)
200 PARK AVENUE
NEW YORK, NY 10166-4193
FAX: 212-294-4700
EMAIL: cschreiber@winston.com

WINSTON & STRAWN LLP
ATTN: DANIEL J. MCGUIRE, MYJA K. KJAER
(COUNSEL TO CAPGEMINI FINANCIAL SERVICES USA,
INC)
35 WEST WACKER DRIVE
CHICAGO, IL 60601
FAX: 312-558-5700
EMAIL: dmcguire@winston.com; mkjaer@winston.com

WINSTON & STRAWN LLP
ATTN: DAVID NEIER
(COUNSEL TO PENTWATER CAPITAL MANAGEMENT, LP
AND
PIPER JAFFRAY & CO.)
200 PARK AVENUE
NEW YORK, NY 10166-4193
FAX: 212-294-4700
EMAIL: dneier@winston.com

WOLFF & SAMSON PC
ATTN: DAVID N. RAVIN & ROBERT E. NIES
(COUNSEL TO MACK-CALI REALTY LP)
THE OFFICES AT CRYSTAL LAKE
ONE BOLAND DRIVE
WEST ORANGE, NJ 07052
FAX: 973-530-2234, 973-530-2212
EMAIL: dravin@wolffsamson.com, rnies@wolffsamson.com

WOLLMUTH MAHER & DEUTSCH LLP
ATTN: JAMES N. LAWLOR, ESQ.
(COUNSEL TO SISTEMA UNIVERSITARIO ANA G.
MENDEZ)
ONE GATEWAY CENTER, 9TH FLOOR
NEWARK, NJ 07102
FAX: 973-733-9292
EMAIL: jlawlor@wmd-law.com

WOLLMUTH MAHER & DEUTSCH LLP
ATTN: JAMES N. LAWLOR, ESQ.
(COUNSEL TO SISTEMA UNIVERSITARIO ANA G.
MENDEZ)
500 FIFTH AVENUE
NEW YORK, NY 10110
FAX: 973-733-9292
EMAIL: jlawlor@wmd-law.com

YOUNG WILLIAMS P.A.
ATTN: ROBERT L. HOLLADAY, JR.
(COUNSEL TO INTECHRA LLC)
PO BOX 23059
210 E. CAPITOL STREET., SUITE 2000
JACKSON, MS 39201
FAX: 601-355-6136
EMAIL: Robert.Holladay@youngwilliams.com

ZEISLER & ZEISLER, P.C.
ATTN: GREGORY B. SCHILLER, ESQ.
(COUNSEL TO TRIPLE POINT TECHNOLOGY, INC.)
558 CLINTON AVENUE
BRIDGEPORT, CT 06605
FAX: 203-367-9678
EMAIL: gschiller@zeislaw.com